


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT <input type="checkbox"/>				
APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Three Rivers Federal 10-30-820				
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT UNDESIGNATED				
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME				
6. NAME OF OPERATOR AXIA ENERGY LLC						7. OPERATOR PHONE 720 746-5200				
8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202						9. OPERATOR E-MAIL rsatre@axiaenergy.com				
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU-85994			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>				
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')				
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')				
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>				
20. LOCATION OF WELL	FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE	644 FNL 292 FWL		NWNW	10	8.0 S	20.0 E	S			
Top of Uppermost Producing Zone	660 FNL 660 FWL		NWNW	10	8.0 S	20.0 E	S			
At Total Depth	660 FNL 660 FWL		NWNW	10	8.0 S	20.0 E	S			
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 707		23. NUMBER OF ACRES IN DRILLING UNIT 40					
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 16		26. PROPOSED DEPTH MD: 6887 TVD: 6857					
27. ELEVATION - GROUND LEVEL 4724			28. BOND NUMBER LPM9046683		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2357					
Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Surf	11	8.625	0 - 1000	32.0	J-55 LT&C	8.7	Premium Lite High Strength	100	2.97	11.5
							Class G	115	1.16	15.8
Prod	7.875	5.5	0 - 6887	17.0	N-80 LT&C	9.2	Premium Lite High Strength	450	2.31	12.0
ATTACHMENTS										
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES										
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN					
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER					
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP					
NAME Don Hamilton			TITLE Permitting Agent (Buys & Associates, Inc)				PHONE 435 719-2018			
SIGNATURE			DATE 01/30/2013				EMAIL starpoint@etv.net			
API NUMBER ASSIGNED 43047535550000			APPROVAL  Permit Manager							

DRILLING PLAN

Axia Energy, LLC
Three Rivers Project
Three Rivers Federal #10-30-820
NWNW Sec 10 T8S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

FORMATION	TOP (TVD)	COMMENTS
Uinta	Surface	Gas & Degraded Oil; Possible Brackish H ₂ O
Green River*	2,705'	Oil & Associated Gas
Lower Green River*	4,644'	Oil & Associated Gas
Wasatch*	6,557'	Oil & Associated Gas
TD	6,887' (MD) 6,857' (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,724'; Asterisks (*) denotes target pay intervals

A) The Bureau of Land Management (BLM) will be notified within 24 hours of spudding the well. The State of Utah, Division of Oil, Gas and Mining will be notified within 24 hours of spudding the well.

2. CASING PROGRAM

CASING	HOLE SIZE	DEPTH SET (MD)	CSG SIZE	WGHT	GRD	THRD	CAPACITY (bbl/ft)
CONDUCTOR		50-75	13 3/8				
SURFACE	11	1000' ±	8 5/8	32.0	J-55	LTC	0.0609
PRODUCTION	7 7/8	6,887'	5 1/2	17.0	N-80	LTC	0.0232

NOTE: All casing depth intervals are to surface unless otherwise noted.

Casing Specs

SIZE (in)	ID (in)	DRIFT DIA (in)	COLLAPSE RESISTANCE (psi)	INTERNAL YIELD (psi)	TENSILE YIELD (lbs)	JOINT STRENGTH (lbs)
8 5/8	7.921	7.796	2,530	3,930	503,000	417,000
5 1/2	4.892	4.767	6,280	7,740	397,000	348,000

A) The Bureau of Land Management will be notified 24 hours prior to running casing, cementing, and BOPE testing

B) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part B.1 h:

- a) Prior to drilling out cement, all casing strings will be pressure tested to 0.22 psi/ft of casing length or 1500 psi, whichever is greater, but not to exceed 70% of minimum internal yield. Pressure decline must not be greater than 10% in 30 minutes.

FLOAT EQUIPMENT

SURFACE (8 5/8):

Float Shoe, 1 JNT Casing, Float Collar
Centralizers: 1st 4 Joints: every joint
Remainder: every third joint

PRODUCTION (5 1/2):

Float Shoe, 1 JNT Casing, Float Collar
Centralizers: 1st 4 Joints: every joint
Remainder: every third joint 500' into surface casing

NOTE: 5 1/2" 17# N-80 or equivalent marker collar or casing joints will be placed at the top of the Green River and approximately 400' above the Wasatch.

3. CEMENT PROGRAM

CONDUCTOR (13 3/8):

Ready Mix – Cement to surface

SURFACE (8 5/8):

Cement Top: Surface

Lead: 100 sks, Premium Lightweight Cmt w/ additives, 11.50 ppg, 2.97 cf/sk, 50% excess

Tail: 115 sks Class G Cement w/ additives, 15.80 ppg, 1.16 cf/sk, 50% excess

NOTE: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 1/2):

Cement Top – 2,300'

450 sacks – Light Premium Cement w/ additives – 12.0 ppg, 2.31 ft³/sk – 20% excess

NOTE: The above volumes are based on gauge hole + 20% excess. Adjustments will be made and volumes will be caliper + 10%.

NOTE: The above volumes are based on a gauged-hole. Adjustments will be made based on caliper.

- A)** For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.
- B)** Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.
- C)** The Bureau of Land Management will be notified 24 hours prior to running casing and cementing.
- D)** As per 43 CFR 3160, Onshore Oil and Gas Order No.2, Drilling Operations, Part B:
 - a) All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe (minimum of 8 hours) prior to drilling out.
 - b) Prior to drilling out cement, casing will be pressure tested to 1500 psi. Pressure decline must not be greater than 10% (150 psi) in 30 minutes.

4. **PRESSURE CONTROL EQUIPMENT**

- A) The Bureau of Land Management will be notified 24 hours prior to all BOPE pressure tests. The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.
- B) The BOPE shall be closed whenever the well is unattended.
- C) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part A:
 - a) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.
 - b) Choke Manifold:
 - i) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.
 - ii) Two adjustable chokes will be used in the choke manifold.
 - iii) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
 - iv) Pressure gauges in the well control system will be designed for drilling fluid.
- D) BOPE Testing:
 - a) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
 - b) All BOP tests will be performed with a test plug in place.
 - c) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 – 1000 ±	11" Diverter with Rotating Head
1000 ± – TD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

5. **MUD PROGRAM**

- A) Mud test will be performed at least every 24 hours and after mudding up to determine density, viscosity, gel strength, filtration, and pH.
- B) Gas-detecting equipment will be installed and operated in the mud-return system from top of Green River Formation to TD.
 - a) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T's and anchors.

INTERVAL	MUD WGT	VISC	FLUID LOSS	COMMENTS
SURF – 1000 ±	8.4 – 8.7 ppg	32	NC	Spud Mud
1000 ± – TD	8.6 – 9.2 ppg	40	NC	DAP/Gel

NOTE: Mud weight increases will be directed by hole conditions.

6. **ABNORMAL CONDITIONS**

- A) No abnormal pressures or temperatures are anticipated.
 - a) Estimated bottom hole pressure at TD will be approximately 2,969 psi (normal pressure gradient: 0.433 psi/ft).
 - b) Estimated maximum surface pressure will be approximately 1,509 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B) No hydrogen sulfide is anticipated.

INTERVAL	CONDITION
SURF – 1000 ±	Lost Circulation Possible
1000 ± – TD	Lost Circulation Possible

7. AUXILIARY EQUIPMENT

- A)** Choke Manifold
- B)** Upper and lower kelly cock with handle available
- C)** Stabbing valve
- D)** Safety valve and subs to fit all string connections in use

8. SURVEY & LOGGING PROGRAMS

- A)** Cores: None anticipated.
- B)** Testing: None anticipated.
- C)** Directional Drilling: Directional tools will be used to locate the bottom hole per the attached directional plan +/-.
- D)** Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.
- E)** Mud Logs: Computerized 2-person logging unit will catch and describe 10 foot samples from top of Green River Formation to TD; record and monitor gas shows and record drill times (normal mud logging duties).

9. HAZARDOUS MATERIALS

In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities (TPQ), will be used, produced, stored, transported, or disposed of in association with the drilling of this well.

T8S, R20E, S.L.B.&M.**AXIA ENERGY**

Well location, THREE RIVERS FEDERAL #10-30-820, located as shown in the NW 1/4 NW 1/4 of Section 10, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE

LINE	DIRECTION	LENGTH
L1	S88°13'17"E	367.82'



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE
1" = 1000'

DATE SURVEYED:
11-14-12

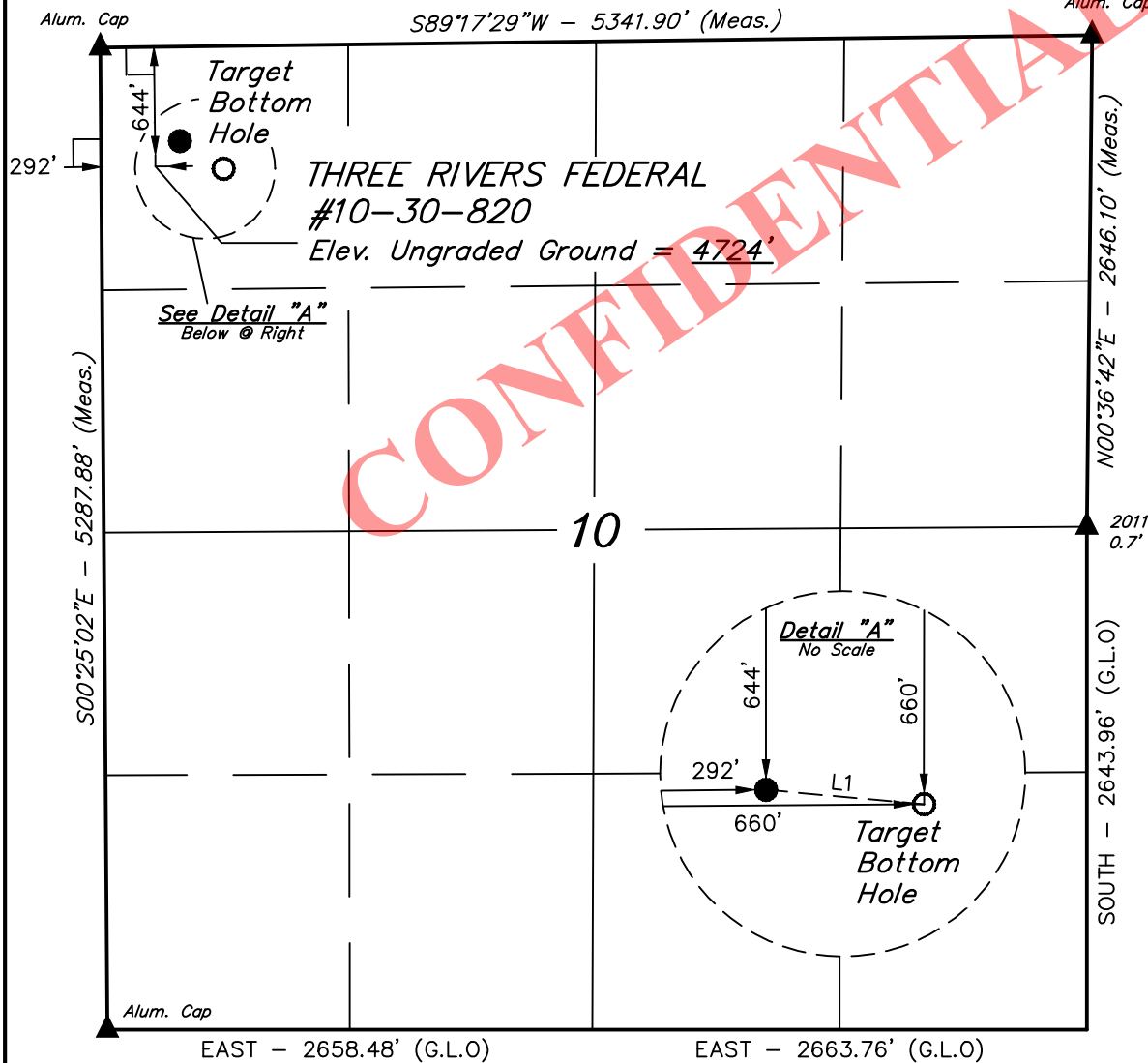
DATE DRAWN:
11-19-12

PARTY
B.H. R.H. K.O.

REFERENCES
G.L.O. PLAT

WEATHER
COLD

FILE
AXIA ENERGY

**LEGEND:**

└─┘ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)

LATITUDE = 40°08'33.58" (40.142661)
LONGITUDE = 109°39'42.19" (109.661719)

NAD 27 (TARGET BOTTOM HOLE)

LATITUDE = 40°08'33.71" (40.142697)
LONGITUDE = 109°39'39.69" (109.661025)

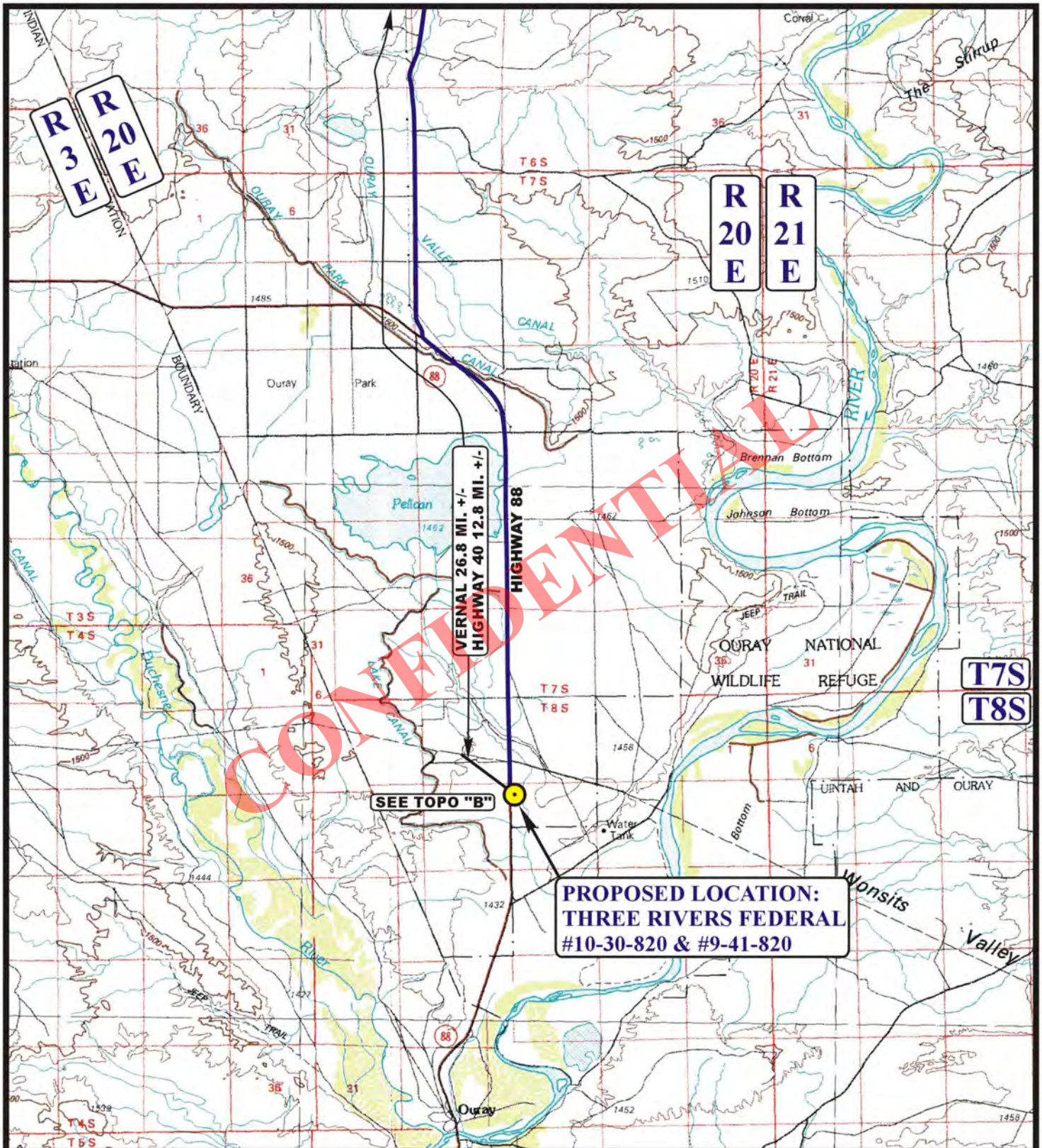
NAD 83 (SURFACE LOCATION)

LATITUDE = 40°08'33.69" (40.142692)
LONGITUDE = 109°39'46.93" (109.663036)

NAD 27 (SURFACE LOCATION)

LATITUDE = 40°08'33.83" (40.142731)
LONGITUDE = 109°39'44.43" (109.662342)

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LEGEND:

● PROPOSED LOCATION

N

AXIA ENERGY

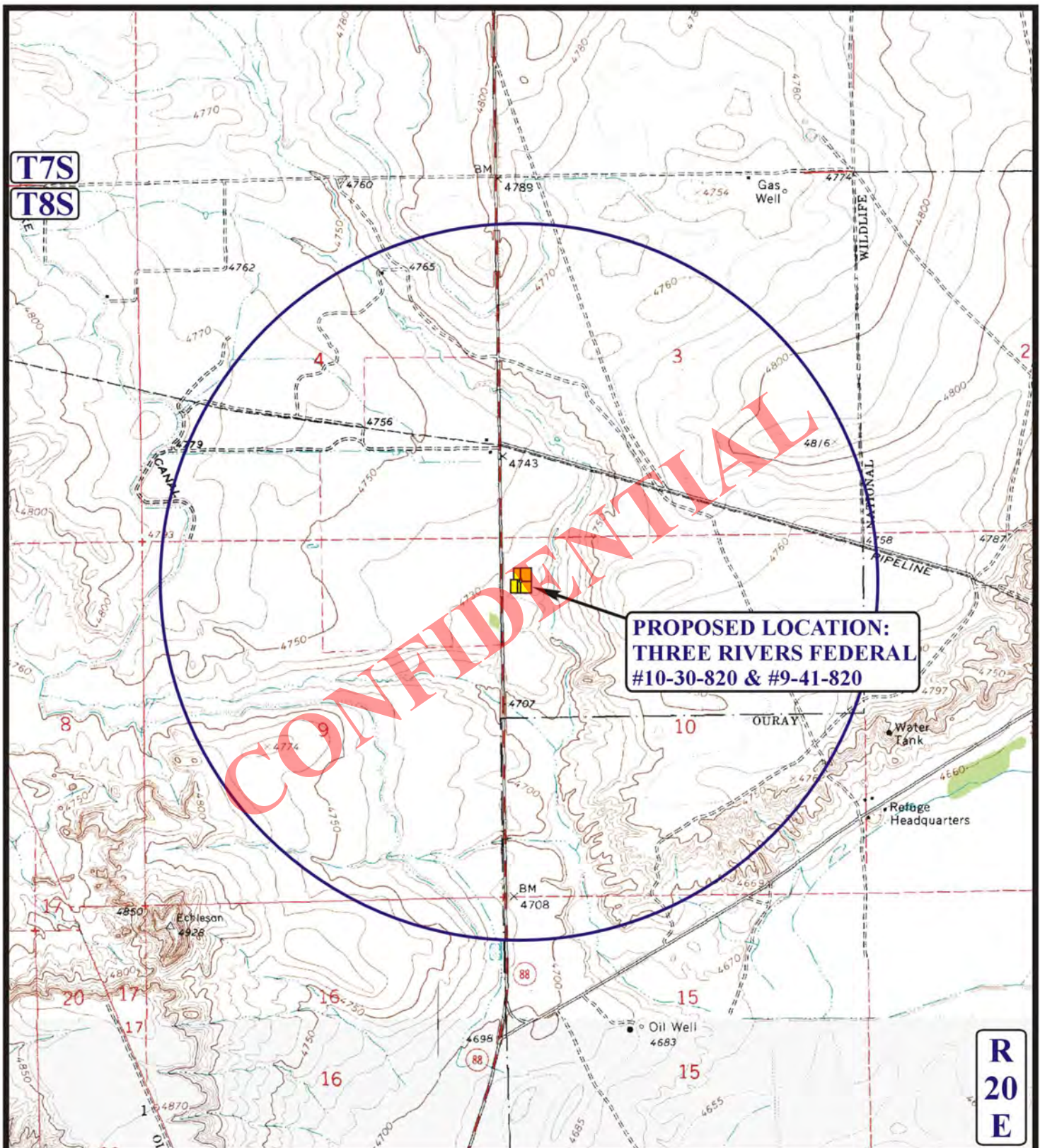
THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

U&LS **Uintah Engineering & Land Surveying**
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD
MAP
 SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 00-00-00

11 20 12
 MONTH DAY YEAR

A
TOPO



LEGEND:

- ◊ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



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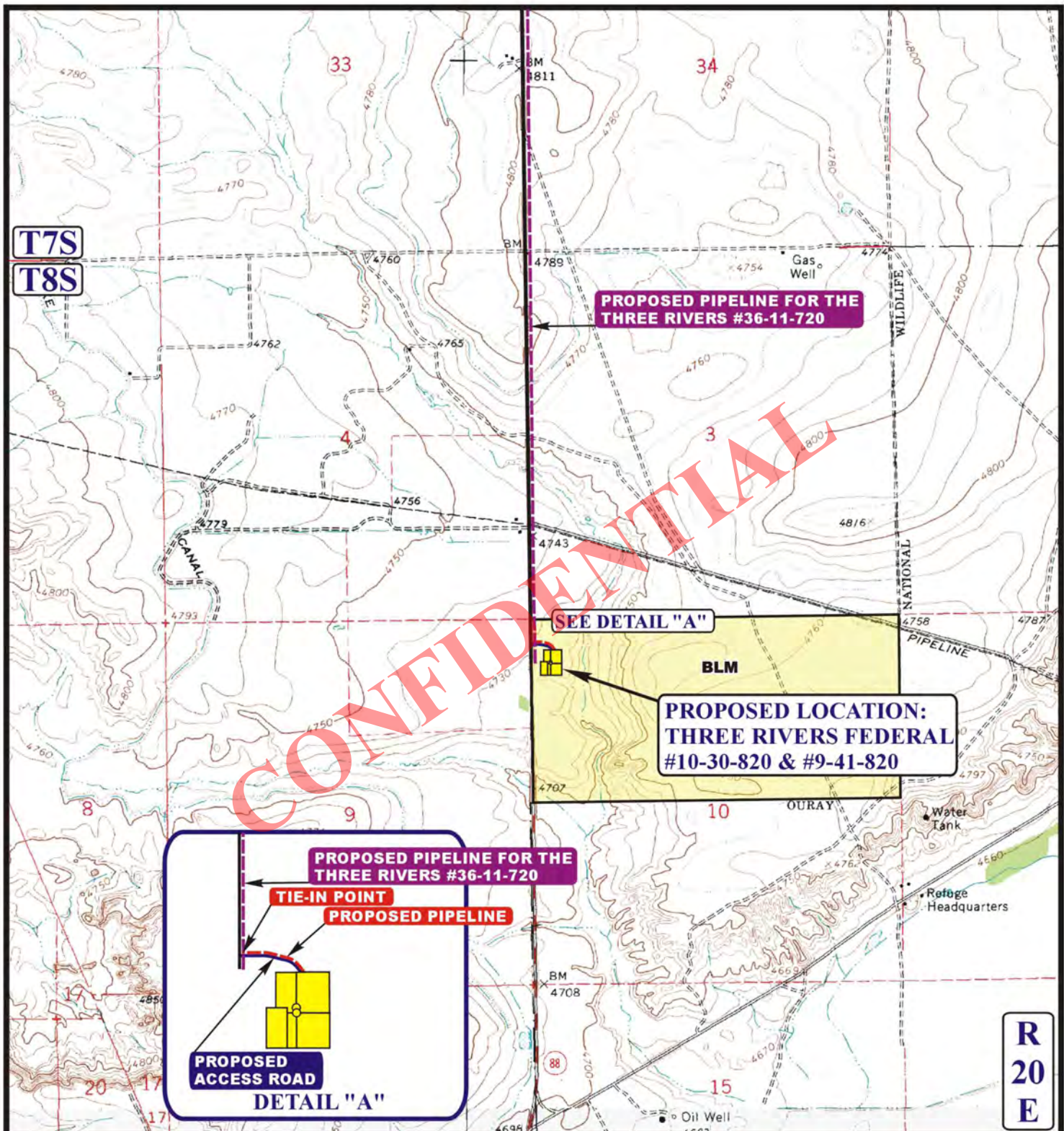
THREE RIVERS FEDERAL #10-30-820 & #9-41-820
 SECTION 10, T8S, R20E, S.L.B.&M.
 NW 1/4 NW 1/4

TOPOGRAPHIC
MAP

11 20 12
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.L. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 288' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)



AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4



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TOPOGRAPHIC
MAP

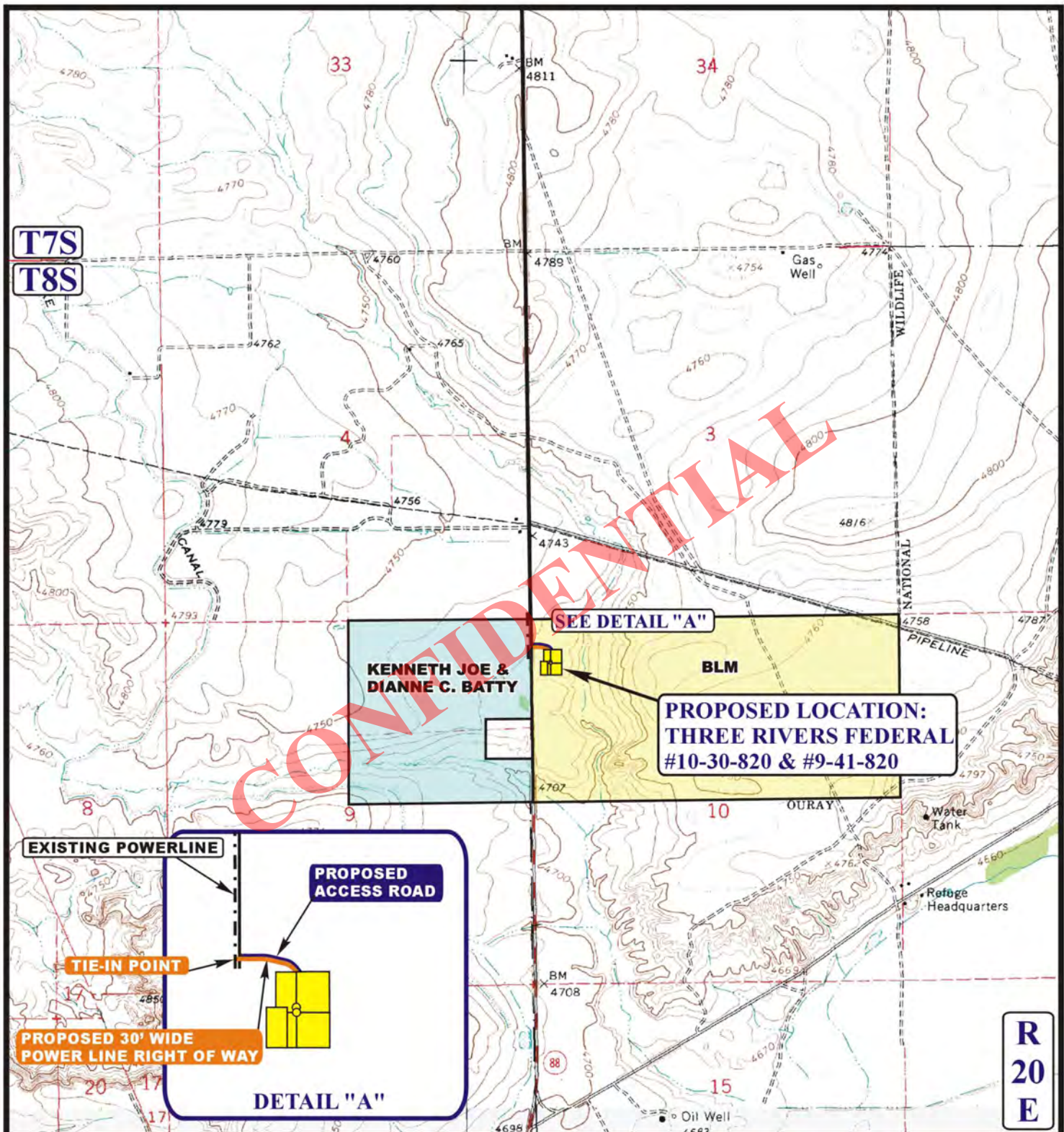
11 20 12
 MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: C.L

REVISED: 00-00-00

D
TOPO



APPROXIMATE TOTAL POWER LINE DISTANCE = 343' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- EXISTING POWER LINE



AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4



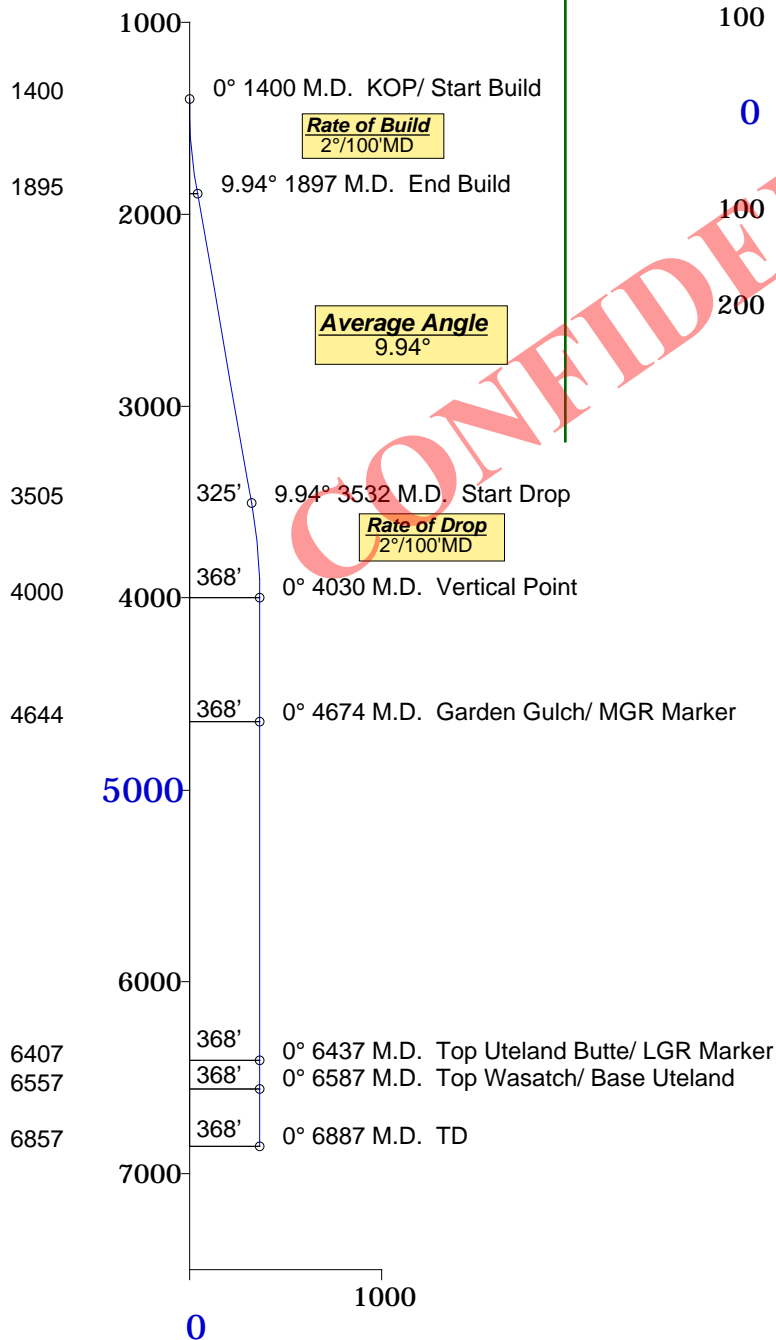
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

11 20 12
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.L. REVISED: 00-00-00

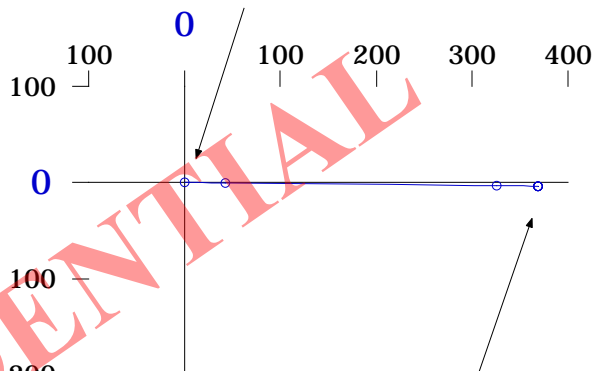


Axia EnergyThree Rivers 10-30-820
Uintah County, Utah**Plane of Proposal**
90.58° Azimuth**Vertical Section**
1" = 1000'

Lease Line

Horizontal Plan
1" = 200'

Surface Location
 Lat=40.142692
 Long=109.663036
 NAD83
 Y=7225973.40'
 X=2153912.52'
 NAD83



Vertical
 368.36' Displacement from S/L
 @ 90.58° Azimuth from S/L
 South-3.73' East-368.34' of S/L
 TVD-4000' MD-4030'
 Y=7225969.7', X=2154280.9'

Garden Gulch
 TVD-4644' MD-4674'

Top Uteland Butte
 TVD-6407' MD-6437'

Top Wasatch
 TVD-6557' MD-6587'

TD
 TVD-6857' MD-6887'

Denver, Colorado
303-463-1919

12-16-2012

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Bighorn Directional, Inc.

Axia Energy
Three Rivers 10-30-820
Uintah County, Utah



Page: 1

Minimum of Curvature
Slot Location: 7225973.40', 2153912.52'
Plane of Vertical Section: 90.58°

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES		LAMBERT COORDINATES		Vertical Section Feet	CLOSURES		Dogleg Severity Deg/100'
				North(-South) Feet	East(-West) Feet	Y Feet	X Feet		Distance Feet	Direction Deg	
1400.00	0.00	0.00	1400.00	0.00	0.00	7225973.4	2153912.5	0.00	0.00	0.00	0.00
KOP/ Start Build											
1500.00	2.00	90.58	1499.98	-0.02	1.75	7225973.4	2153914.3	1.75	1.75	90.58	2.00
1600.00	4.00	90.58	1599.84	-0.07	6.98	7225973.3	2153919.5	6.98	6.98	90.58	2.00
1700.00	6.00	90.58	1699.45	-0.16	15.69	7225973.2	2153928.2	15.69	15.69	90.58	2.00
1800.00	8.00	90.58	1798.70	-0.28	27.88	7225973.1	2153940.4	27.88	27.88	90.58	2.00
1897.04	9.94	90.58	1894.55	-0.44	43.01	7225973.0	2153955.5	43.01	43.01	90.58	2.00
End Build											
2397.04	9.94	90.58	2387.04	-1.31	129.32	7225972.1	2154041.8	129.33	129.33	90.58	0.00
2897.04	9.94	90.58	2879.53	-2.18	215.63	7225971.2	2154128.1	215.64	215.64	90.58	0.00
3397.04	9.94	90.58	3372.02	-3.06	301.94	7225970.3	2154214.5	301.96	301.96	90.58	0.00
3532.50	9.94	90.58	3505.45	-3.29	325.33	7225970.1	2154237.8	325.35	325.35	90.58	0.00
Start Drop											
3632.50	7.94	90.58	3604.23	-3.45	340.87	7225969.9	2154253.4	340.89	340.89	90.58	2.00
3732.50	5.94	90.58	3703.50	-3.57	352.95	7225969.8	2154265.5	352.97	352.97	90.58	2.00
3832.50	3.94	90.58	3803.12	-3.66	361.57	7225969.7	2154274.1	361.58	361.58	90.58	2.00
3932.50	1.94	90.58	3902.98	-3.71	366.70	7225969.7	2154279.2	366.71	366.71	90.58	2.00
4029.53	0.00	90.58	4000.00	-3.73	368.34	7225969.7	2154280.9	368.36	368.36	90.58	2.00
Vertical Point											
4673.53	0.00	90.58	4644.00	-3.73	368.34	7225969.7	2154280.9	368.36	368.36	90.58	0.00
Garden Gulch/ MGR Marker											
6436.53	0.00	90.58	6407.00	-3.73	368.34	7225969.7	2154280.9	368.36	368.36	90.58	0.00
Top Uteland Butte/ LGR Marker											
6586.53	0.00	90.58	6557.00	-3.73	368.34	7225969.7	2154280.9	368.36	368.36	90.58	0.00
Top Wasatch/ Base Uteland											
6886.53	0.00	90.58	6857.00	-3.73	368.34	7225969.7	2154280.9	368.36	368.36	90.58	0.00
TD											
Final Station Closure Distance: 368.36' Direction: 90.58°											

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BOP Equipment

3000psi WP

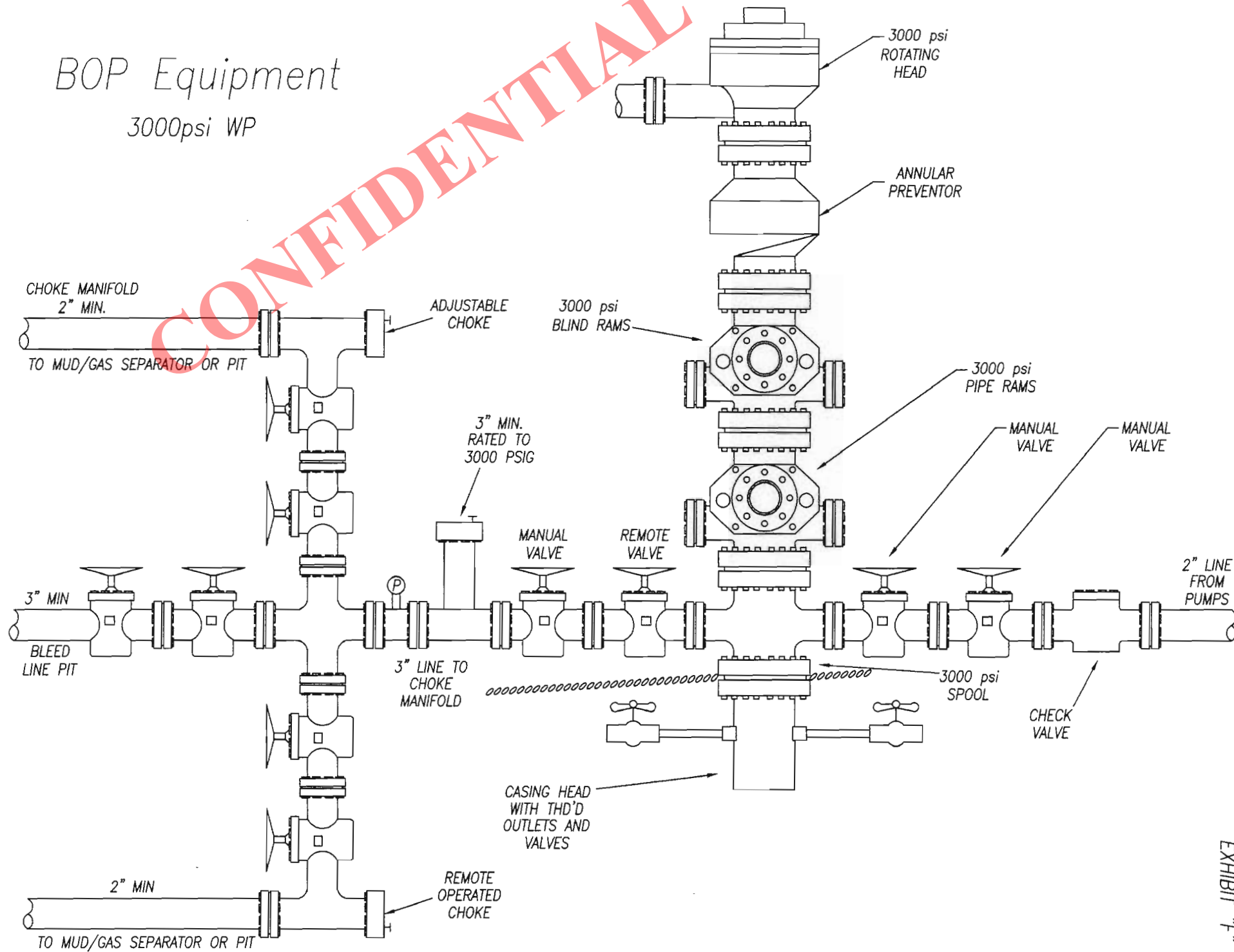


EXHIBIT "F"



2580 Creekview Road
Moab, Utah 84532
435/719-2018

January 30, 2013

Mrs. Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Request for Exception to Spacing – Axia Energy, LLC – **Three Rivers Federal 10-30-820**
Surface Location: NWNW, 644' FNL & 292' FWL, Sec. 10, T8S, R20E
Target Location: NWNW, 660' FNL & 660' FWL, Sec. 10, T8S, R20E
SLB&M, Uintah County, Utah

Dear Diana:

Axia Energy, LLC respectfully submits this request for exception to spacing (R649-3-11) based on geology since the well is located less than 460 feet to the drilling unit boundary. Axia Energy, LLC is the only owner and operator within 460 feet of the surface and target location as well as all points along the intended well bore path and are not within 460 feet of any uncommitted tracts or a unit boundary.

Thank you very much for your timely consideration of this application. Please feel free to contact Jess A. Peonio of Axia Energy, LLC at 720-746-5212 or myself should you have any questions or need additional information.

Sincerely,

Don Hamilton
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

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AXIA ENERGY

LOCATION LAYOUT FOR

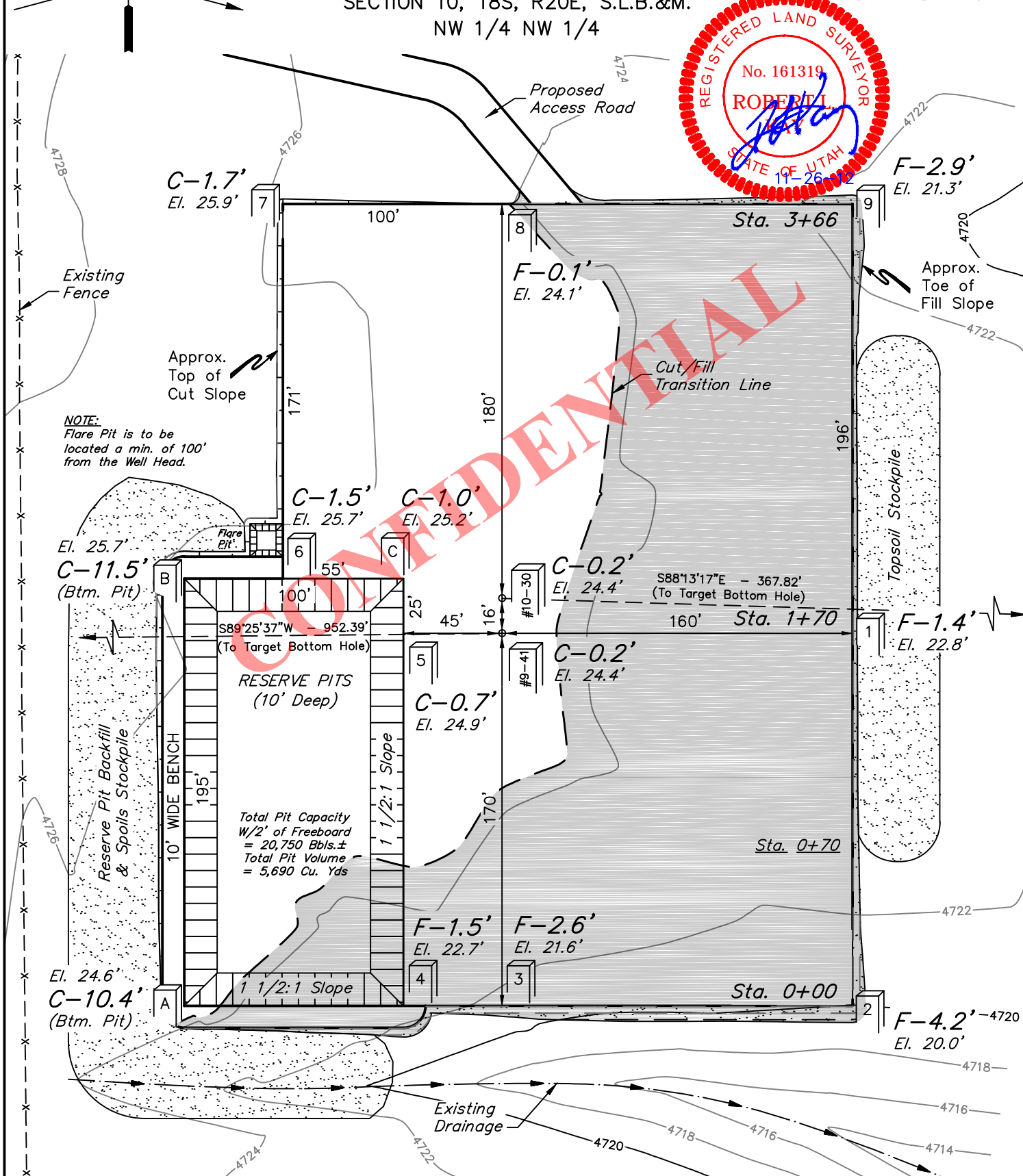
THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

FIGURE #1

SCALE: 1" = 60'

DATE: 11-19-12

DRAWN BY: K.O.



Elev. Ungraded Ground At #9-41 Loc. Stake = 4724.4'
FINISHED GRADE ELEV. AT #9-41 LOC. STAKE = 4724.2'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

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AXIA ENERGY**TYPICAL CROSS SECTIONS FOR**

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

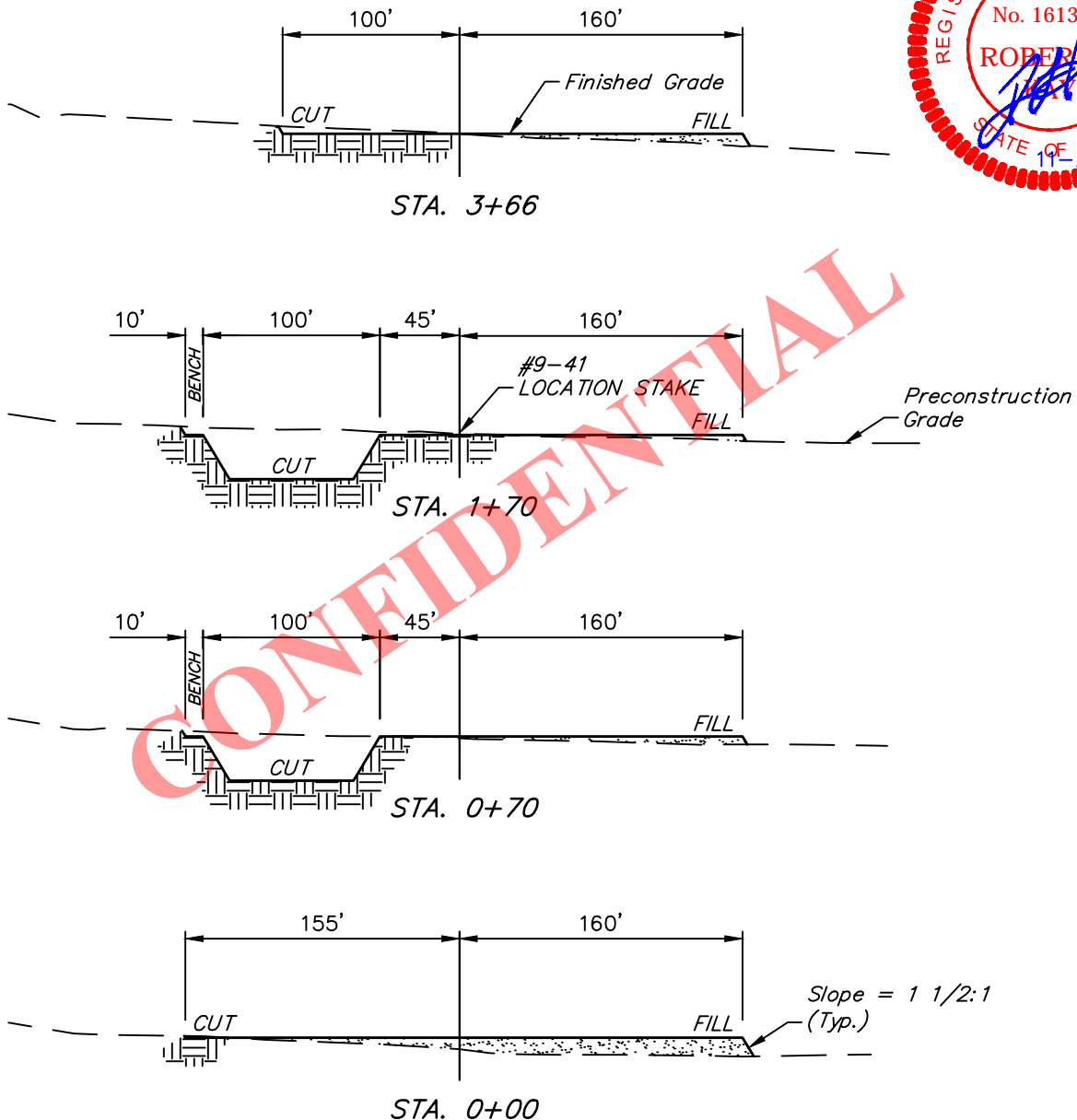
FIGURE #2

SCALE: 1" = 60'

DATE: 11-19-12

DRAWN BY: K.O.

1" = 20'
X-Section
Scale
1" = 50'

**NOTE:**

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.148 ACRES
ACCESS ROAD DISTURBANCE = ± 0.219 ACRES
PIPELINE DISTURBANCE = ± 0.199 ACRES
TOTAL = ± 3.566 ACRES

*** NOTE:**

FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,070 Cu. Yds.
Remaining Location = 6,460 Cu. Yds.
TOTAL CUT = 8,530 CU. YDS.
FILL = 3,610 CU. YDS.

EXCESS MATERIAL = 4,920 Cu. Yds.
Topsoil & Pit Backfill = 4,920 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

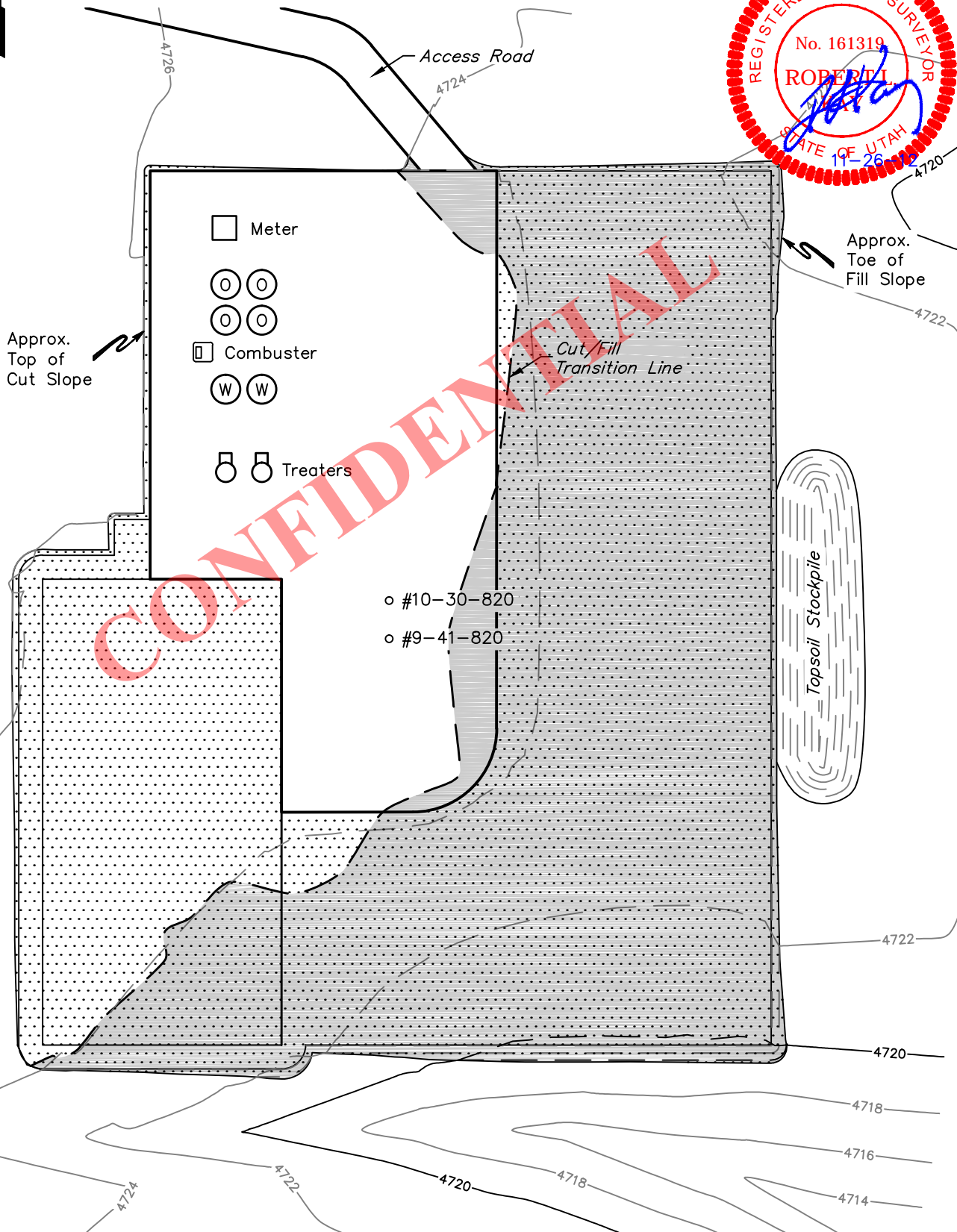
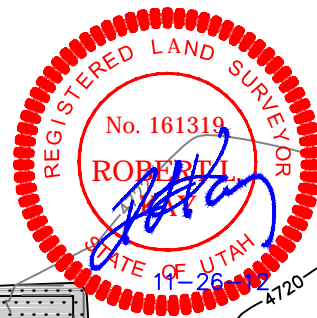
RECEIVED: January 30, 2013

AXIA ENERGY**PRODUCTION FACILITY LAYOUT FOR****THREE RIVERS FEDERAL #10-30-820 & #9-41-820****SECTION 10, T8S, R20E, S.L.B.&M.****NW 1/4 NW 1/4****FIGURE #4**

SCALE: 1" = 60'

DATE: 11-19-12

DRAWN BY: K.O.

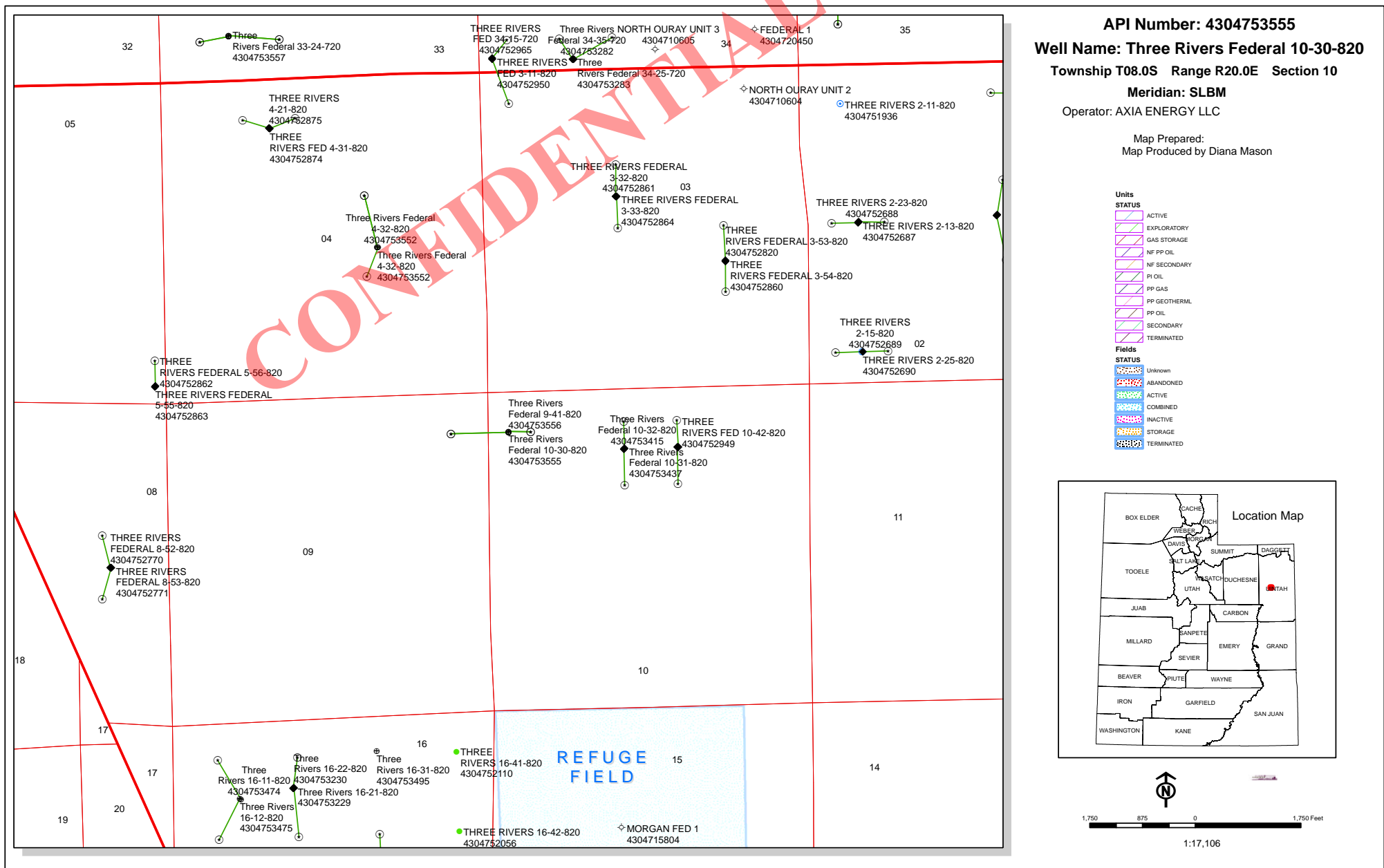


RECLAIMED AREA

APPROXIMATE ACREAGES
 UN-RECLAIMED = ± 0.765 ACRES

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: January 30, 2013



WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 1/30/2013

API NO. ASSIGNED: 43047535550000

WELL NAME: Three Rivers Federal 10-30-820

OPERATOR: AXIA ENERGY LLC (N3765)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: NWNW 10 080S 200E

Permit Tech Review: ☒

SURFACE: 0644 FNL 0292 FWL

Engineering Review: ☐

BOTTOM: 0660 FNL 0660 FWL

Geology Review: ☒

COUNTY: UINTAH

LATITUDE: 40.14267

LONGITUDE: -109.66287

UTM SURF EASTINGS: 613901.00

NORTHINGS: 4444449.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU-85994

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 1 - Federal

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: FEDERAL - LPM9046683☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 49-2357☐ RDCC Review:☐ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☒ R649-3-3. Exception☒ Drilling Unit

Board Cause No: R649-3-11

Effective Date:

Siting:

☒ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - bhill
4 - Federal Approval - dmason
15 - Directional - dmason
23 - Spacing - dmason

RECEIVED: February 26, 2013



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Three Rivers Federal 10-30-820
API Well Number: 43047535550000
Lease Number: UTU-85994
Surface Owner: FEDERAL
Approval Date: 2/26/2013

Issued to:

AXIA ENERGY LLC, 1430 Larimer Ste 400, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-11. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled,

completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		8. WELL NAME and NUMBER: Three Rivers Federal 10-30-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
9. FIELD and POOL or WILDCAT: UNDESIGNATED		COUNTY: UINTAH
STATE: UTAH		
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 9/8/2013	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="display: flex; justify-content: space-between; align-items: flex-start;"> <div style="width: 60%;"> MIRU Pete Martin conductor rig. Set conductor casing and cement to surface. Release rig. </div> <div style="width: 35%; text-align: center;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY September 09, 2013 </div> </div>		
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 9/9/2013	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

JAN 31 2013

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

5. Lease Serial No.
UTU85994

6. If Indian, Allottee or Tribe Name

7. If Unit or CA Agreement, Name and No.

8. Lease Name and Well No.
THREE RIVERS FEDERAL 10-30-8209. API Well No.
43047 5366510. Field and Pool, or Exploratory
UNDESIGNATED11. Sec., T., R., M., or Blk. and Survey or Area
Sec 10 T8S R20E Mer SLB
SME: BLM12. County or Parish
UINTAH13. State
UT17. Spacing Unit dedicated to this well
40.0020. BLM/BIA Bond No. on file
UTB00046423. Estimated duration
60 DAYS

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).

4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature
(Electronic Submission)Name (Printed/Typed)
DON S HAMILTON Ph: 435-719-2018Date
01/30/2013Title
PERMITTING AGENT

Approved by (Signature)

Name (Printed/Typed)
Jerry KenczkaDate
AUG 13 2013Title
Assistant Field Manager
Lands & Mineral ResourcesOffice
VERNAL FIELD OFFICEApplication approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED

AUG 21 2013

Additional Operator Remarks (see next page)

Electronic Submission #192582 verified by the BLM Well Information System

For AXIA ENERGY LLC, sent to the Vernal

Committed to AFMSS for processing by ROBIN R. HANSEN on 02/04/2013 (13RRH6523AE)

DIV. OF OIL, GAS & MINING

NOTICE OF APPROVAL

UDOGM

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

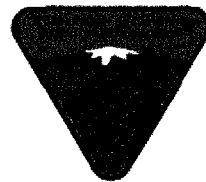


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: AXIA ENERGY LLC
Well No: THREE RIVERS FED. 10-30-820
API No: 43-047-53555

Location: NWNW, Sec.10, T8S, R20E
Lease No: UTU-85994
Agreement:

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	-	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

- All new and replacement internal combustion gas field engines of less than or equal to 300 design-rated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.
- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.
- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.
- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer (AO). A determination will be made by the AO as to what mitigation may be necessary for the discovered paleontologic material before construction can continue.
- The proposed project is subject to R307-205-5: Fugitive Dust, of the Utah Air Quality Rules, due to the fugitive dust that will be generated during the excavation of the roadway for the project and possibly the pad (based on pad size). These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. While filing a fugitive dust plan with the Division of Air Quality is not required for this project, we encourage the use of the online free fugitive dust development program to assist you in meeting the requirements of R307-205-5 that may be found at <https://secure.utah.gov/deq-dashboard/index.html>.
- Stationary internal combustion engines would comply with the following emission standards: 2 g/bhp-hr of NO_x for engines less than 300 HP and 1 g/bhp-hr of NO_x for engines over 300 HP.
- Either no or low bleed controllers would be installed on pneumatic pumps, actuators or other pneumatic devices.
- VOC venting controls or flaring would be utilized for oil or gas atmospheric storage tanks.
- VOC venting controls or flaring would be used for glycol dehydration and amine units.
- Where feasible, green completion would be used for well completion, re-completion, venting, or planned blowdown emissions. Alternatively, use controlled VOC emissions methods with 90% efficiency.
- The proposed well drilling project may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board. If any compressor or pump stations are constructed at the site a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to R307-401: Permit: Notice of Intent and Approval Order, of the Utah Air Quality Rules. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

- All vehicles and equipment shall be cleaned either through power-washing, or other approved method, if the vehicles or equipment were previously operated outside the Uinta Basin, to prevent weed seed introduction.
- A permitted paleontologist is to be present to spot check construction at well locations, 10-31-820, 10-32-820, 9-41-820, and 10-30-820, during all surface (rock) disturbing activities: examples include the following; building of the well pad, access road, and pipelines.
- Construction and drilling is not allowed from March 1 – August 31 to minimize impacts during burrowing owl nesting. If it is anticipated that construction or drilling will occur during the given timing restriction, a BLM or qualified biologist should be notified so surveys can be conducted. Depending upon the results of the surveys, permission to proceed may or may not be recommended or granted by the BLM Authorized Officer (AO).
- Axia must use Target Trucking's water number 43-10988.
- The best method to avoid entrainment is to pump from an off-channel location – one that does not connect to the river during high spring flows. An infiltration gallery constructed in a BLM and Service approved location is best.
- If the pump head is located in the river channel where larval fish are known to occur, the following measures apply:
 - do not situate the pump in a low-flow or no-flow area as these habitats tend to concentrate larval fishes;
 - limit the amount of pumping, to the greatest extent possible, during that period of the year when larval fish may be present (April 1 to August 31); and
 - limit the amount of pumping, to the greatest extent possible, during the pre-dawn hours as larval drift studies indicate that this is a period of greatest daily activity.
- Screen all pump intakes with 3/32 inch mesh material.
- Approach velocities for intake structures will follow the National Marine Fisheries Service's document "Fish Screening Criteria for Anadromous Salmonids". For projects with an in-stream intake that operate in stream reaches where larval fish may be present, the approach velocity will not exceed 0.33 feet per second (ft/s).
- Report any fish impinged on the intake screen to the Service (801.975.3330) and the Utah Division of Wildlife Resources:
 - Northeastern Region
 - 318 North Vernal Ave, Vernal, UT 84078
 - Phone: (435) 781-9453

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- Gamma Ray Log shall be run from Total Depth to Surface.
- CBL will be run from TD to TOC3. Cement for the surface casing will be circulated to the surface.
- Cement for long-string shall be circulated 200' above surface casing shoe.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼ ¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid,

and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		8. WELL NAME and NUMBER: Three Rivers Federal 10-30-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
9. FIELD and POOL or WILDCAT: UNDESIGNATED		COUNTY: UINTAH
STATE: UTAH		
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/15/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Axia Energy, LLC. respectfully requests your permission to change the following: Surface Casing - FROM: 8.625" 32.00# J-55 STC TO: 8.625" 24.00# J-55 STC. Production Casing - FROM: 5.5" 17.00# N-80 LTC TO: 5.5" 17.00# J-55 LTC. Cement requirements will be followed per the approved APD.		
<div style="text-align: right;"> Accepted by the Utah Division of Oil, Gas and Mining Date: September 18, 2013 By: </div>		
NAME (PLEASE PRINT) Cindy Turner		PHONE NUMBER 720 746-5209
SIGNATURE N/A		TITLE Project Manager
DATE 9/3/2013		

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994			
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STATE: UTAH					
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TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/1/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Central Tank Facility </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: Central Tank Facility
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. NEW CENTRAL TANK FACILITY: Three Rivers CTB Fed UTU-85994 See Attached for Proposal and Allocation Diagram					
Accepted by the Utah Division of Oil, Gas and Mining Date: October 08, 2013 By: <u>Derek Quist</u>					
NAME (PLEASE PRINT) Cindy Turner		PHONE NUMBER 720 746-5209			
SIGNATURE N/A		TITLE Project Manager			
DATE 9/11/2013					

AXIA THREE RIVERS CENTRAL TANK FACILITY

Axia Energy, LLC submits the following documentation as follow-up to verbal and email approval to commingle certain wells with common interests per attached diagram.

Allocation Proposal:

Each well that comes on will be set-up and plumbed individually with (2) 500 bbl oil tanks and (1) 500 bbl water tank for each producing well.

When production on a well basis exceeds current individual well storage, production would be gauged and an internal run ticket would be generated. The oil would then be shipped to the centralized tank facilities per attached allocation diagram.

Oil Sales from Centralized Storage Facility would be allocated back to the applicable well on a first in-first out basis and quantity would be based on the run ticket generated when the oil is sold to oil purchaser.

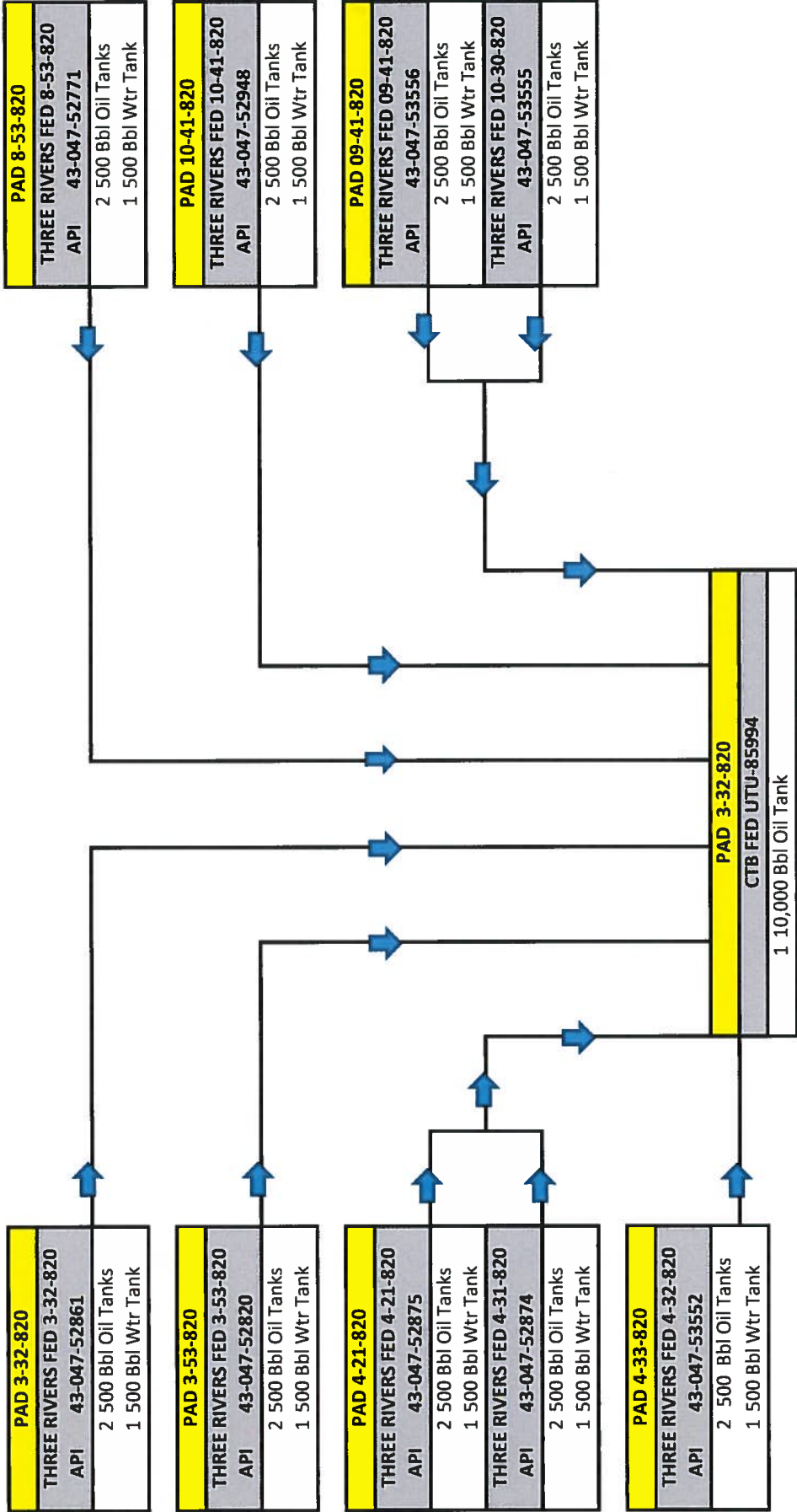
Proposed centralized storage facilities are set up by State or Federal lease number, or in the case of Fee wells, by common interest.

Reporting Requirements:

- When oil is transferred to the central tank battery from a well location, the volume will appear on Form 11 (Monthly Disposition Report) as transported volume for the applicable entity location.
- A Form 12 (Transfer of Oil) for the volume going to the CTB will be prepared with any applicable internal run tickets attached.

EFFECTIVE DATE: October 1, 2013

NAME: THREE RIVERS CTB FED UTU-85994
DESC: THREE RIVERS FED WELLS IN SEC 3, 4, 8 & 10 OF TWNSHP 8S-RNG 20E THAT CAN FLOW TO CENTRAL TANK BATTERY
LEASE: BASED ON COMMON INTEREST/LEASE NO
LEASE: FED UTU-85994



When well tanks get full and we are unable to sell, we would move the oil to the central facility for storage/sales using an internal run ticket. Sales from the Central Tank Battery would be allocated back to the wells on a first in - first out basis.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
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3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		8. WELL NAME and NUMBER: THREE RIVERS FED 10-30-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
9. FIELD and POOL or WILDCAT: UNDESIGNATED		COUNTY: UINTAH
STATE: UTAH		
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/1/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Axia Energy, LLC requests a change in the total depth of the subject well from the permitted 6,887' TMD to 5,200' TMD. Cement requirements will be followed per the approved permit.		
Approved by the Utah Division of Oil, Gas and Mining Date: October 17, 2013 By:		
NAME (PLEASE PRINT) Cindy Turner		PHONE NUMBER 720 746-5209
SIGNATURE N/A		TITLE Project Manager
DATE 10/14/2013		

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
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4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
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STATE: UTAH		
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 9/7/2013	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. MIRU Pete Martin. SPUD 09-07-13. Drill to 120' and set 16" conductor casing. Cement to surface. Release Rig.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 23, 2013		
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 10/22/2013	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: THREE RIVERS FED 10-30-820
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047535550000
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: UNDESIGNATED COUNTY: UINTAH STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/22/2013			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

APD was approved on 02-26-13 as a Wasatch completion. However, there was a change in plans and we request your approval for a GREEN RIVER Completion. Bottom Perf = 4,731'. Did not drill into the Wasatch. Please update Entity Action Number 19169 to GRRV.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

Date: December 30, 2013

By: Derek Quist

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 11/24/2013	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	See Attached List
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Don Hamilton - Star Point Enterprises for Axia Energy, LLC
Date original permit was issued:	
Company that permit was issued to:	Axia Energy, LLC

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
✓	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?		✓
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. _____		✓

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Mary Sharon Balakas Title Attorney in Fact
Signature Mary Sharon Balakas Date 12/11/13
Representing (company name) Ultra Resources

RECEIVED
DEC 16 2013

DIV. OF OIL, GAS & MINING

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

10/1/2013

FROM: (Old Operator): N3765-Axia Energy, LLC 1430 Larimer Street, Suite 400 Denver, CO 80202 Phone: 1 (720) 746-5200	TO: (New Operator): N4045-Ultra Resources, Inc. 304 Inverness Way South, Suite 295 Englewood, CO 80112 Phone: 1 (303) 645-9810
---	--

CA No.				Unit:	N/A			
WELL NAME	SEC TWN RNG			API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/16/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/16/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/14/2014
- a. Is the new operator registered in the State of Utah: _____ Business Number: 8861713-0143
- 5a. (R649-9-2)Waste Management Plan has been received on: N/A
- 5b. Inspections of LA PA state/fee well sites complete on: N/A
- 5c. Reports current for Production/Disposition & Sundries on: 1/14/2014
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 1/14/2014
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 1/14/2014
- Bond information entered in RBDMS on: 1/14/2014
- Fee/State wells attached to bond in RBDMS on: 1/14/2014
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 1/14/2014
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: Yes

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: 22046400
- Indian well(s) covered by Bond Number: 22046400
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 22046398
- b. The **FORMER** operator has requested a release of liability from their bond on: Not Yet

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 1/14/2014

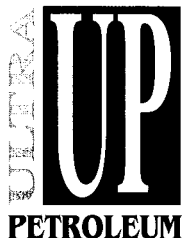
COMMENTS:

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
THREE RIVERS 2-41-820	2	080S	200E	4304752686		State	OW	APD
THREE RIVERS 2-25-820	2	080S	200E	4304752690		State	OW	APD
THREE RIVERS 36-21-720	36	070S	200E	4304752698		State	OW	APD
THREE RIVERS 36-13-720	36	070S	200E	4304752699		State	OW	APD
THREE RIVERS FEDERAL 3-54-820	3	080S	200E	4304752860		Federal	OW	APD
THREE RIVERS FEDERAL 3-33-820	3	080S	200E	4304752864		Federal	OW	APD
THREE RIVERS FED 35-34-720	35	070S	200E	4304753006		Federal	OW	APD
THREE RIVERS FED 35-42-720	35	070S	200E	4304753007		Federal	OW	APD
THREE RIVERS FED 35-44-720	35	070S	200E	4304753008		Federal	OW	APD
Three Rivers 2-32-820	2	080S	200E	4304753274		State	OW	APD
Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	OW	APD
Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	OW	APD
Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	OW	APD
Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	OW	APD
Three Rivers Federal 35-14-720	35	070S	200E	4304753553		Federal	OW	APD
Three Rivers Federal 35-13-720	35	070S	200E	4304753554		Federal	OW	APD
Three Rivers 7-34-821	7	080S	210E	4304753558		Fee	OW	APD
Three Rivers 7-23-821	7	080S	210E	4304753559		Fee	OW	APD
Three Rivers 7-21-821	7	080S	210E	4304753560		Fee	OW	APD
Three Rivers 7-22-821	7	080S	210E	4304753561		Fee	OW	APD
Three Rivers 7-12-821	7	080S	210E	4304753562		Fee	OW	APD
Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	OW	APD
Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	OW	APD
Three Rivers D	16	080S	200E	4304753702		State	WD	APD
Three Rivers Federal 4-41-820	4	080S	200E	4304753911		Federal	OW	APD
Three Rivers Federal 4-42-820	4	080S	200E	4304753913		Federal	OW	APD
Three Rivers Federal 3-12-820	4	080S	200E	4304753914		Federal	OW	APD
Three Rivers Federal 34-42-720	35	070S	200E	4304753915		Federal	OW	APD
Three Rivers Federal 34-43-720	35	070S	200E	4304753916		Federal	OW	APD
Three Rivers Federal 35-12-720	35	070S	200E	4304753917		Federal	OW	APD
Three Rivers Federal 35-43-720	35	070S	200E	4304753918		Federal	OW	APD
Three Rivers Federal 35-442-720	35	070S	200E	4304753919		Federal	OW	APD
Three Rivers Federal 35-21-720	35	070S	200E	4304753943		Federal	OW	APD
Three Rivers Federal 35-11-720	35	070S	200E	4304753944		Federal	OW	APD
Three Rivers 2-24-820	2	080S	200E	4304753945		State	OW	APD
Three Rivers 2-223-820	2	080S	200E	4304753946		State	OW	APD
Three Rivers 2-21-820	2	080S	200E	4304753947		State	OW	APD
Three Rivers 2-22-820	2	080S	200E	4304753948		State	OW	APD
Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	OW	APD
Three Rivers Federal 3-13-820	3	080S	200E	4304753951		Federal	OW	APD
Three Rivers Federal 3-14-820	3	080S	200E	4304753952		Federal	OW	APD
Three Rivers Federal 3-23-820	3	080S	200E	4304753953		Federal	OW	APD
Three Rivers Federal 3-24-820	3	080S	200E	4304753954		Federal	OW	APD
Three Rivers 4-13-820	5	080S	200E	4304753956		Federal	OW	APD
Three Rivers Federal 5-43-820	5	080S	200E	4304753957		Federal	OW	APD
Three Rivers Federal 5-42-820	5	080S	200E	4304753958		Federal	OW	APD
Three Rivers Federal 5-11-820	5	080S	200E	4304754204		Federal	OW	APD
Three Rivers Federal 5-21-820	5	080S	200E	4304754205		Federal	OW	APD
Three Rivers Federal 8-31-820	8	080S	200E	4304754211		Federal	OW	APD
Three Rivers Federal 8-41-820	8	080S	200E	4304754212		Federal	OW	APD
Three Rivers Federal 3-34-820	3	080S	200E	4304754213		Federal	OW	APD
Three Rivers Federal 3-44-820	3	080S	200E	4304754214		Federal	OW	APD
THREE RIVERS 32-34-720	32	070S	200E	4304752735	19249	Fee	OW	DRL
THREE RIVERS FEDERAL 8-52-820	8	080S	200E	4304752770	19156	Federal	OW	DRL
THREE RIVERS 4-14-820	5	080S	200E	4304752863	19183	Fee	OW	DRL
THREE RIVERS FED 10-42-820	10	080S	200E	4304752949	19310	Federal	OW	DRL
THREE RIVERS FED 3-11-820	34	070S	200E	4304752950	19184	Federal	OW	DRL
Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	OW	DRL
Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	OW	DRL

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

Three Rivers Federal 34-35-720	34	070S	200E	4304753282	19287	Federal	OW	DRL
Three Rivers Federal 34-25-720	34	070S	200E	4304753283	19288	Federal	OW	DRL
Three Rivers Federal 10-32-820	10	080S	200E	4304753415	19275	Federal	OW	DRL
Three Rivers Federal 10-31-820	10	080S	200E	4304753437	19276	Federal	OW	DRL
Three Rivers 16-34-820	16	080S	200E	4304753472	19278	State	OW	DRL
Three Rivers 16-44-820	16	080S	200E	4304753473	19268	State	OW	DRL
Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	OW	DRL
Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	OW	DRL
Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	OW	DRL
Three Rivers 16-31-820	16	080S	200E	4304753495	19269	State	OW	DRL
Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	OW	DRL
THREE RIVERS FED 10-30-820	10	080S	200E	4304753555	19169	Federal	OW	DRL
Three Rivers Federal 9-41-820	10	080S	200E	4304753556	19170	Federal	OW	DRL
Three Rivers Federal 33-13-720	33	070S	200E	4304753723	19222	Federal	OW	DRL
Three Rivers Federal 33-12-720	33	070S	200E	4304753724	19250	Federal	OW	DRL
Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	OW	DRL
THREE RIVERS 36-11-720	36	070S	200E	4304751915	18355	State	OW	P
THREE RIVERS 2-11-820	2	080S	200E	4304751936	18354	State	OW	P
THREE RIVERS 34-31-720	34	070S	200E	4304752012	18326	Fee	OW	P
THREE RIVERS 16-42-820	16	080S	200E	4304752056	18682	State	OW	P
THREE RIVERS 16-43-820	16	080S	200E	4304752057	18683	State	OW	P
THREE RIVERS 16-41-820	16	080S	200E	4304752110	18356	State	OW	P
THREE RIVERS 2-51-820	2	080S	200E	4304752685	18941	State	OW	P
THREE RIVERS 2-13-820	2	080S	200E	4304752687	19014	State	OW	P
THREE RIVERS 2-23-820	2	080S	200E	4304752688	19015	State	OW	P
THREE RIVERS 2-15-820	2	080S	200E	4304752689	18770	State	OW	P
THREE RIVERS 36-31-720	36	070S	200E	4304752697	19086	State	OW	P
THREE RIVERS 32-25-720	32	070S	200E	4304752718	19033	Fee	OW	P
THREE RIVERS 36-23-720	36	070S	200E	4304752733	18769	State	OW	P
THREE RIVERS 32-33-720	32	070S	200E	4304752734	19016	Fee	OW	P
THREE RIVERS 32-15-720	32	070S	200E	4304752736	18767	Fee	OW	P
THREE RIVERS 32-35-720	32	070S	200E	4304752737	18766	Fee	OW	P
THREE RIVERS FEDERAL 8-53-820	8	080S	200E	4304752771	18992	Federal	OW	P
THREE RIVERS FEDERAL 3-53-820	3	080S	200E	4304752820	19104	Federal	OW	P
THREE RIVERS FEDERAL 3-32-820	3	080S	200E	4304752861	18942	Federal	OW	P
THREE RIVERS FEDERAL 5-56-820	5	080S	200E	4304752862	18993	Federal	OW	P
THREE RIVERS FED 4-31-820	4	080S	200E	4304752874	19023	Federal	OW	P
THREE RIVERS 4-21-820	4	080S	200E	4304752875	19048	Federal	OW	P
THREE RIVERS FED 34-23-720	34	070S	200E	4304752945	19049	Federal	OW	P
THREE RIVERS FED 34-33-720	34	070S	200E	4304752947	19050	Federal	OW	P
THREE RIVERS FED 10-41-820	10	080S	200E	4304752948	19137	Federal	OW	P
THREE RIVERS FED 34-15-720	34	070S	200E	4304752965	18960	Federal	OW	P
THREE RIVERS FED 35-32-720	35	070S	200E	4304753005	19138	Federal	OW	P
Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	OW	P
Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	OW	P
Three Rivers 2-33-820	2	080S	200E	4304753273	18943	State	OW	P
Three Rivers 4-33-820	4	080S	200E	4304753528	19167	Fee	OW	P
Three Rivers Federal 33-14-720	33	070S	200E	4304753551	19107	Federal	OW	P
Three Rivers Federal 4-32-820	4	080S	200E	4304753552	19168	Federal	OW	P
Three Rivers Federal 33-24-720	33	070S	200E	4304753557	19108	Federal	OW	P
Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	OW	P
Three Rivers 5-31-820	32	070S	200E	4304753711	19068	Fee	OW	P
Three Rivers Federal 33-11-720	32	070S	200E	4304753733	19109	Federal	OW	P
Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	OW	P
Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	OW	P



Ultra Resources, Inc.

December 13, 2013

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

Division of Oil, Gas, and Mining
1594 West North Temple
Salt Lake City, UT 84116
Attn: Rachel Medina

Re: Transfer of Operator
Three Rivers Project Area
Uintah County, Utah

Dear Ms. Medina:

Pursuant to Purchase and Sale Agreement dated effective October 1, 2013 Ultra Resources, Inc. ("Ultra") assumed the operations of Axia Energy, LLC ("Axia") in the Three Rivers Area, Uintah County, Utah.

Accordingly, Ultra is submitting the following documents for your review and approval:


- 1) Request to Transfer Application or Permit to Drill for New, APD Approved & Drilled Wells
- 2) Request to Transfer Application or Permit to Drill – APD Pending
- 3) Two Completed Sundry Notice and Reports on Wells Form 9 regarding Change of Operator executed by Ultra Resources, Inc. and Axia Energy, LLC
- 4) Statewide Surety Bond in the amount of \$120,000

As to all wells located on Fee Surface there are surface agreements in place. Ultra presently does not anticipate making any change in the drilling plans submitted by Axia.

Ultra has also submitted a Statewide Bond to the Bureau of Land Management. As soon as we receive the acknowledgement and approval by the BLM we will forward same to you for your files. A copy of our transfer letter and bond is attached for your reference.

Should you need any further information at this time, please call me direct at (303) 645-9865 or email msbalakas@ultrapetroleum.com.

Sincerely,


Mary Sharon Balakas, CPL
Director of Land

cc: Cindy Turner, Axia Energy, LLC

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List
2. NAME OF OPERATOR: Ultra Resources, Inc. N4045		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 304 Inverness Way South CITY Englewood STATE CO ZIP 80112		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		8. WELL NAME and NUMBER: See Attached Well List
PHONE NUMBER: (303) 645-9810		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
COUNTY: Uintah		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 10/1/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGm-022046398
BLM 022046400

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Mary Sharon Balakas TITLE Attorney in Fact
SIGNATURE Mary Sharon Balakas DATE 12/11/13

APPROVED

(This space for State use only)

JAN 16 2013

DIV. OIL GAS & MINING

BY: Rachel Medina

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P		
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P		08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P		
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P		08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD		08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD		12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P		
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD		08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P		
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P		
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P		
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P		
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P		12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P		12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P		12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P		
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS		03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS		03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P		
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P		
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P		
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS		03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P		
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P		
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-3333-720	Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS		10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P		05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P		08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG		08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P		
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD		10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P		
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD		12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P		
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P		
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P		08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD		07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC		02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD		12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P		12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD		12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P		02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P		08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304752770	19156	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P		
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P		08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P		08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS		08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS		08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P		07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P		09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P		07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P		
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P		02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD		06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD		06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD		08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD		08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD		02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD		02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD		08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal			NA	SUB	12/10/13	
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal			NA	SUB	12/10/13	
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal			NA	SUB	12/07/13	
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal			NA	SUB	12/07/13	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List
2. NAME OF OPERATOR: Axia Energy, LLC N3765		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Ste 400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		8. WELL NAME and NUMBER: See Attached Well List
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER:
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT:
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 10/1/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGm 022046298
BLM 022046400

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

NAME (PLEASE PRINT) Daniel G. Blanchard TITLE President
SIGNATURE [Signature] DATE 12/11/13

(This space for State use only)

APPROVED

JAN 16 2013

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P	1	
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P	2	08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P	3	
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD	4	10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD	5	10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD	6	10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P	7	08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD	8	10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD	9	08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD	10	12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P	1	
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD	2	08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P	3	
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P	5	
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P	6	
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P	7	
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	9
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	20
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	1
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	2
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS	3	03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS	4	03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P	5	12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P	6	12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P	7	12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P	8	
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS	9	03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC	30	03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC	1	03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS	2	03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P	3	
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P	4	
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P	5	
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS	6	03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	7
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753260		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	9
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753261		Fee	Fee	OW	APD	PERPEND	04/15/13	40
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	1
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P	2	
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P	3	
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P	4	06/12/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS	5	10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P	6	06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P	7	05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P	8	08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG	9	08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P	50	
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD	1	10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P	2	
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD	3	12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P	4	
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD	5	08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD	6	08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P	7	
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P	8	08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD	9	07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC	60	02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD	1	08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	2
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	3
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	4
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	5
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P	6	
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD	7	12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P	8	12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD	9	12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P	70	02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P	1	02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P	2	08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD	3	08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD	4	08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	5
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	6
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	7
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	8
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304752770	19156	Federal	Federal	OW	DRL	P	9	02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P		
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P		08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P		08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS		08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS		08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P		07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P		09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P		07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P		
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P		02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD		06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD		06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	100
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD		08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD		08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	4
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD		02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD		02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-442-720	Three Rivers Fed 35-442-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD		08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD	110	02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal		NA	SUB		12/10/13	1
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal		NA	SUB		12/10/13	2
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal		NA	SUB		12/07/13	3
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal		NA	SUB		12/07/13	4

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: ULTRA RESOURCES INC		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 304 Inverness Way South #245, Englewood, CO, 80112		8. WELL NAME and NUMBER: THREE RIVERS FED 10-30-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0644 FNL 0292 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
PHONE NUMBER: 303 645-9810 Ext		9. FIELD and POOL or WILDCAT: THREE RIVERS
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/7/2013	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> ALTER CASING	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> APD EXTENSION	
	OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Ultra requests to update the SHL per As-Drilled Plat attached. Also attached is a directional drilling letter.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY February 18, 2014		
NAME (PLEASE PRINT) Debbie Ghani	PHONE NUMBER 303 645-9810	TITLE Sr. Permitting Specialist
SIGNATURE N/A	DATE 2/6/2014	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010**SUNDRY NOTICES AND REPORTS ON WELLS**
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.5. Lease Serial No.
UTU85994

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No.
THREE RIVERS FED 10-30-8209. API Well No.
43-047-5355510. Field and Pool, or Exploratory
UNDESIGNATED

11. County or Parish, and State

UINTAH COUNTY, UT

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator

ULTRA RESOURCES, INC.

Contact: DEBBIE GHANI

E-Mail: dghani@ultrapetroleum.com

3a. Address

304 INVERNESS WAY SOUTH SUITE 295
ENGLEWOOD, CO 80112

3b. Phone No. (include area code)

Ph: 303-645-9810

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Sec 10 T8S R20E Mer SLB NWNW 644FNL 292FWL
40.142692 N Lat, 109.663036 W Lon

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION				
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off	
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity	
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other	
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Change to Original A	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	PD	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Ultra requests to update the SHL per As-Drilled Plat attached.

Proposed SHL: 644 FNL & 292 FWL

As Drilled SHL: 640 FNL & 329 FWL LAT 40.142694 LONG 109.662892

14. I hereby certify that the foregoing is true and correct.

**Electronic Submission #235000 verified by the BLM Well Information System
For ULTRA RESOURCES, INC., sent to the Vernal**

Name (Printed/Typed) DEBBIE GHANI

Title SR. PERMITTING SPECIALIST

Signature (Electronic Submission)

Date 02/10/2014

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____	Title _____	Date _____
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office _____	

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ******RECEIVED: Feb. 11, 2014**

T8S, R20E, S.L.B.&M.**ULTRA RESOURCES INC.**

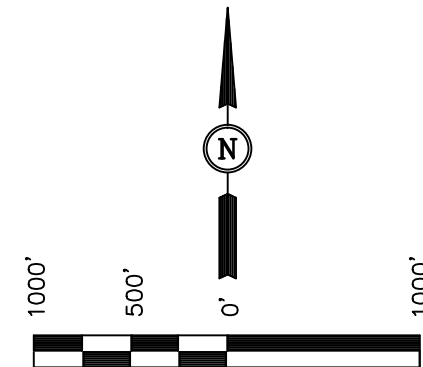
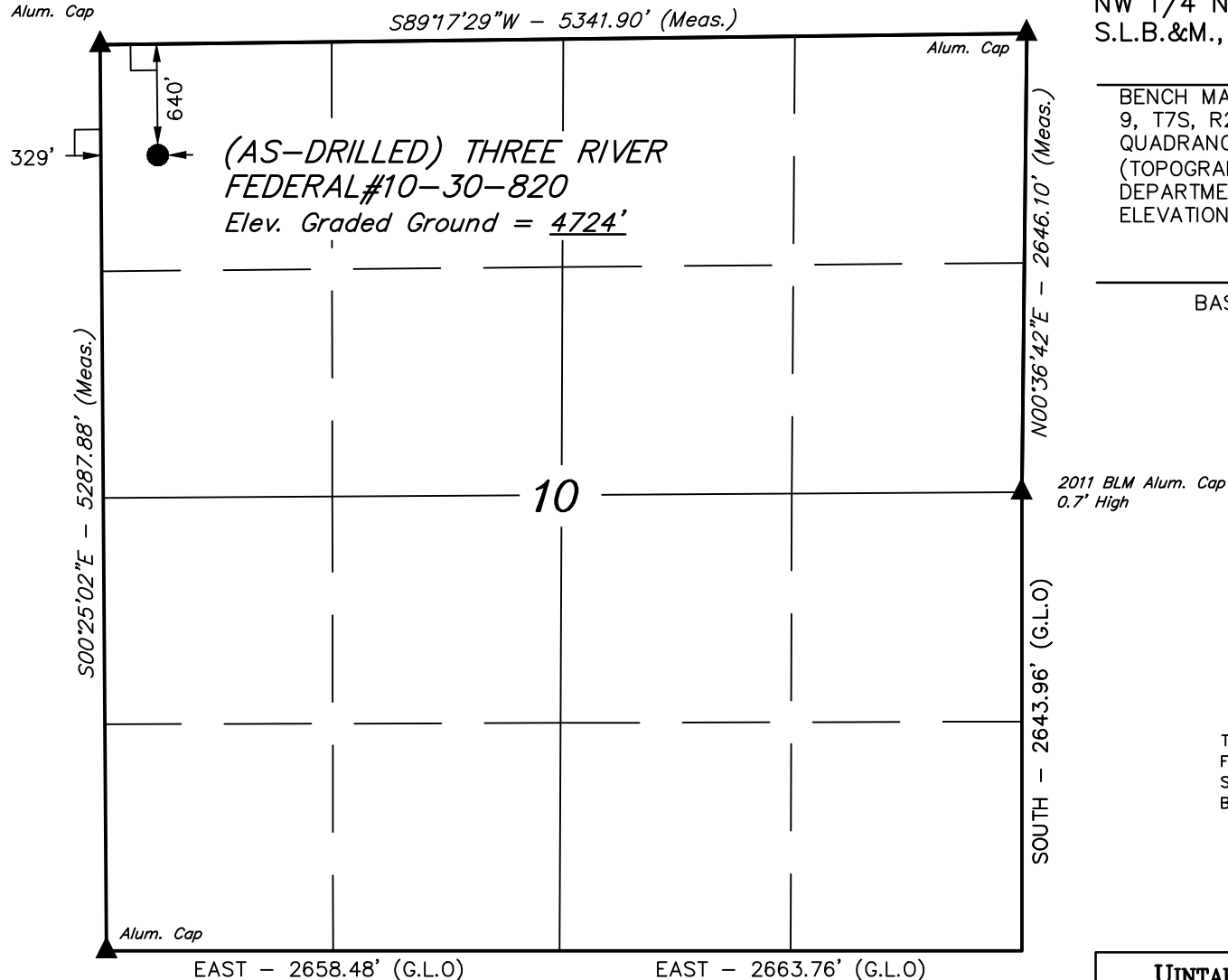
Well location, (AS-DRILLED) THREE RIVERS
FEDERAL #10-30-820, located as shown in the
NW 1/4 NW 1/4 of Section 10, T8S, R20E,
S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION
9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE,
QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD
(TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES
DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID
ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

LEGEND:

- └─┘ = 90° SYMBOL
● = AS-DRILLED WELL HEAD.
▲ = SECTION CORNERS LOCATED.

NAD 83 (AS-DRILLED SURFACE LOCATION)
LATITUDE = 40°08'33.70" (40.142694)
LONGITUDE = 109°39'46.41" (109.662892)
NAD 27 (AS-DRILLED SURFACE LOCATION)
LATITUDE = 40°08'33.83" (40.142731)
LONGITUDE = 109°39'43.91" (109.662197)

SCALE 1" = 1000'	DATE SURVEYED: 01-07-14	DATE DRAWN: 01-08-14
PARTY B.H. M.P. E.C.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ULTRA RESOURCES INC.	

RECEIVED: Feb. 11, 2014



Ultra Resources, Inc.

February 11, 2014

Mr. Dustin Doucet
Utah Division of Oil, Gas & Mining
1594 West North Temple
Salt Lake City, Utah 84116

RE: Directional Drilling – Cause 270-02
Three Rivers Fed 10-30-820 (API # 43-047-53555)
SHL: NWNW Sec 10-T8S-R20E
BHL: NWNW Sec 10-T8S-R20E
Uintah County, UT

Mr. Doucet:

Ultra Resources respectfully submits the following specifics concerning the subject well:

- Ultra Resources, LLC is the sole owner of 100% of the leasehold rights within 460' around the wellbore and bottom hole location of the captioned well.
- In addition, the Federal mineral ownership is also consistent throughout the wellbore path.
- The directional drilling of the well was proposed to limit surface disturbance within the project and affected surface owners and to utilize an existing pad.

Please feel free to contact me at 303-645-9810 if you have any questions or comments.

Sincerely,

Debbie Ghani
Sr. Permitting Specialist

/dg

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: ULTRA RESOURCES INC		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 304 Inverness Way South #245, Englewood, CO, 80112		8. WELL NAME and NUMBER: THREE RIVERS FED 10-30-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0640 FNL 0329 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047535550000
PHONE NUMBER: 303 645-9810 Ext		9. FIELD and POOL or WILDCAT: THREE RIVERS
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/7/2013	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CASING REPAIR	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> APD EXTENSION	
	OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Ultra requests to update the SHL per As-Drilled Plat attached.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 25, 2014		
NAME (PLEASE PRINT) Kim Dooley	PHONE NUMBER 303 645-9872	TITLE Permitting Assistant
SIGNATURE N/A	DATE 2/7/2014	

T8S, R20E, S.L.B.&M.**ULTRA RESOURCES INC.**

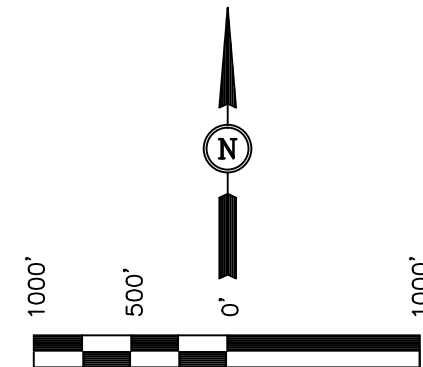
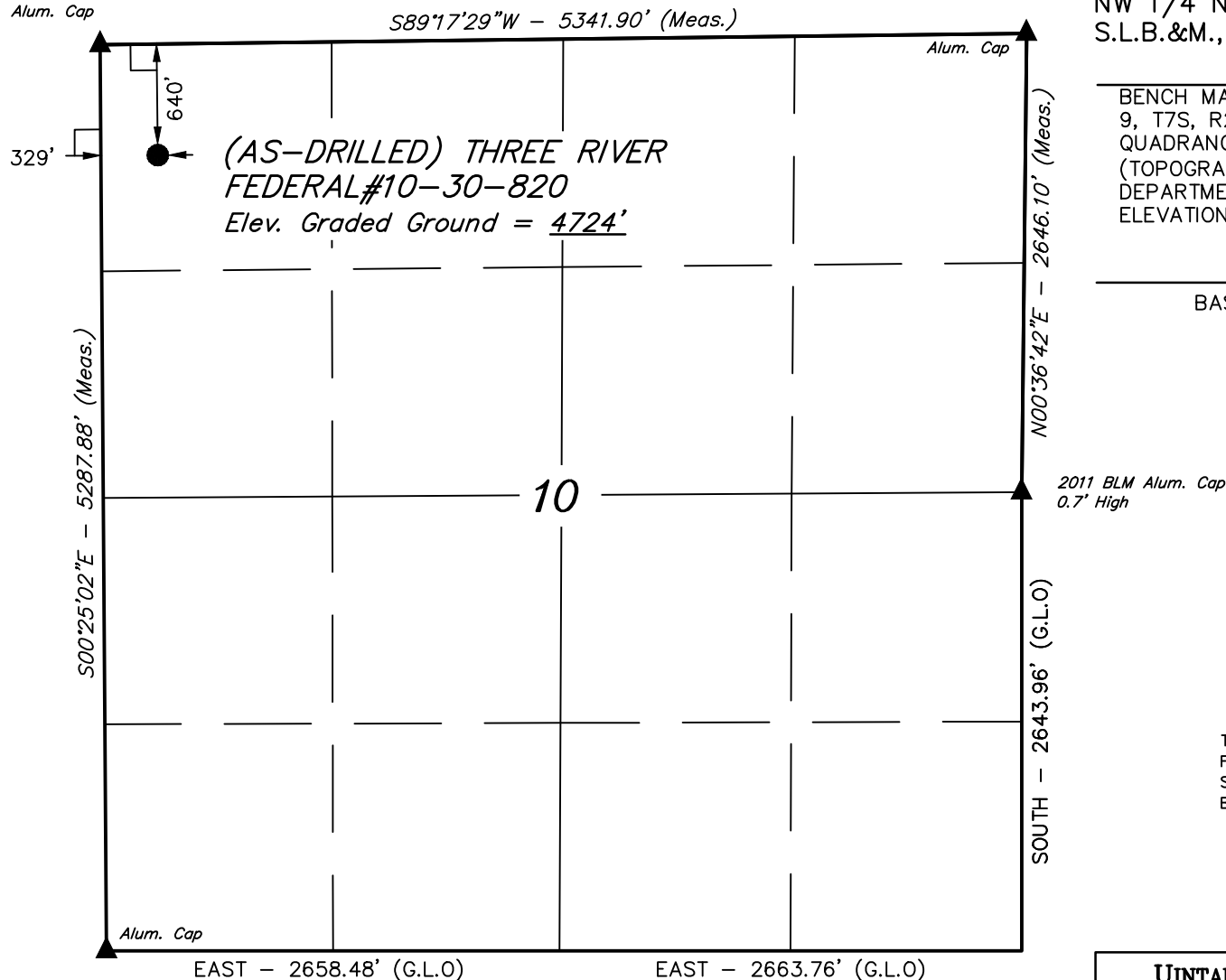
Well location, (AS-DRILLED) THREE RIVERS
FEDERAL #10-30-820, located as shown in the
NW 1/4 NW 1/4 of Section 10, T8S, R20E,
S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION
9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE,
QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD
(TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES
DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID
ELEVATION IS MARKED AS BEING 4942 FEET.

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BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

LEGEND:

- └─┘ = 90° SYMBOL
● = AS-DRILLED WELL HEAD.
▲ = SECTION CORNERS LOCATED.

NAD 83 (AS-DRILLED SURFACE LOCATION)
LATITUDE = 40°08'33.70" (40.142694)
LONGITUDE = 109°39'46.41" (109.662892)
NAD 27 (AS-DRILLED SURFACE LOCATION)
LATITUDE = 40°08'33.83" (40.142731)
LONGITUDE = 109°39'43.91" (109.662197)

SCALE 1" = 1000'	DATE SURVEYED: 01-07-14	DATE DRAWN: 01-08-14
PARTY B.H. M.P. E.C.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ULTRA RESOURCES INC.	

RECEIVED: Feb. 07, 2014

RECEIVED: Feb. 04, 2014

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

29. Disposition of Gas(*Sold, used for fuel, vented, etc.*)
USED ON LEASE

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				UPPER GREEN RIVER LOWER GREEN RIVER	2736 4761

32. Additional remarks (include plugging procedure):
Please see attachments.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

**Electronic Submission #234365 Verified by the BLM Well Information System.
For ULTRA RESOURCES INC, sent to the Vernal**

Name(*please print*) DEBBIE GHANI

Title SR. PERMITTING SPECIALIST

Signature _____ (Electronic Submission)

Date 02/03/2014

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

RECEIVED: Feb. 04, 2014

☐

Proposed

☒

As Is

THREE RIVERS FED 10-30-820

GL: 0.0, KB: 0.0

Sec 10, 8S, 20E Uintah County, Utah

	Size	Weight	Grade	Depth	Sks/Cmt
Conductor	16.000	109.000	C-75*	120	
Surface	8.625	24.000	J-55	1033	675
Production	5.500	17.000	J-55	5152	340
Cement Top				500	

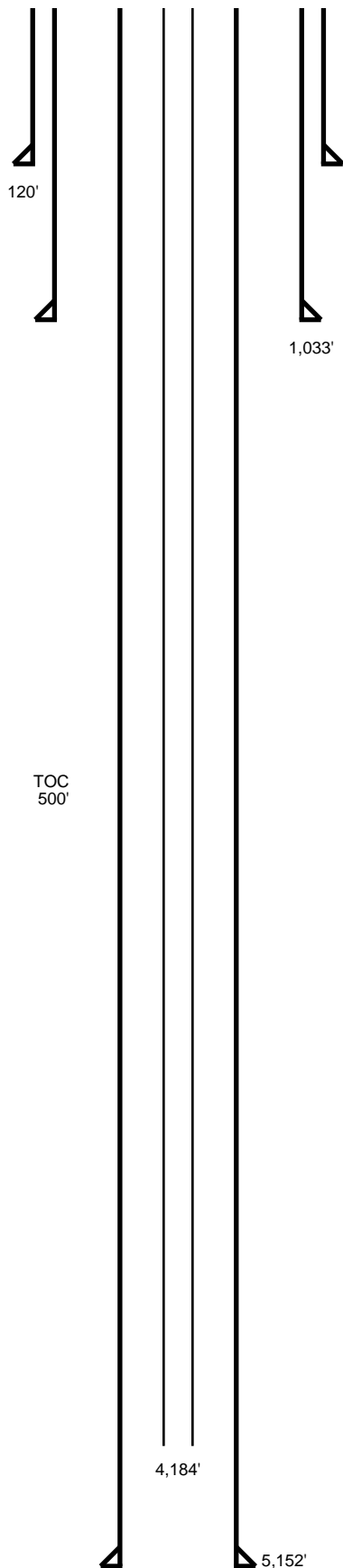
STAGE	ZONE 1	ZONE 2	ZONE 3	ZONE 4	ZONE 5	ZONE 6	ZONE 7
1	4566-4567	4584-4585	4617-4618	4641-4642	4651-4653	4664-4665	4692-4694
2	4512-4513	4501-4502	4487-4488	4475-4476	4459-4461	4441-4442	4382-4383
3	4267-4268	4257-4258	4227-4228	4214-4215	4181-4182	4158-4160	4136-4137

Stage	Date	Av.Rate	Av.Press	Proppant	CleanFluid	Tracer	Screenout
1	01/13/2014	47.8	1,571	120,213	3,492		N
2	01/13/2014	50.4	1,984	108,524	3,096		N
3	01/13/2014	45.5	1,503	90,802	3,231		N
Totals:				319,539	9,819		

Formation or Depth	Top	Sand Type	Amount
		Gross Sand Drilled	
		Gross Sand Logged	
		Net Sand	
		Net Pay	

Move In	Spud Date	TD Date	Rig Release	1st Prod	Full Sales
10/13/2013	10/13/2013	10/11/2013	10/13/2013	12/06/2013	

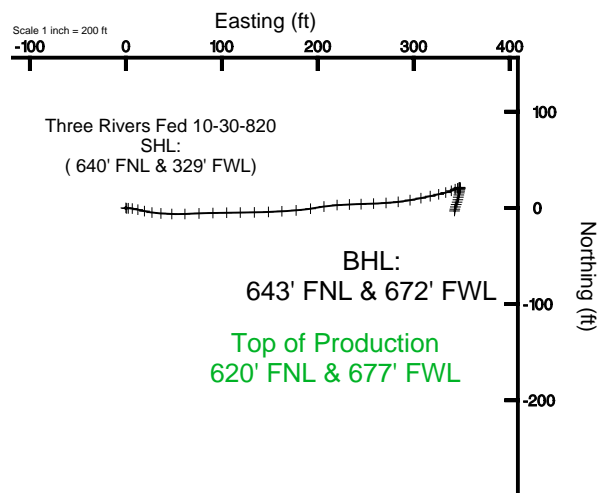
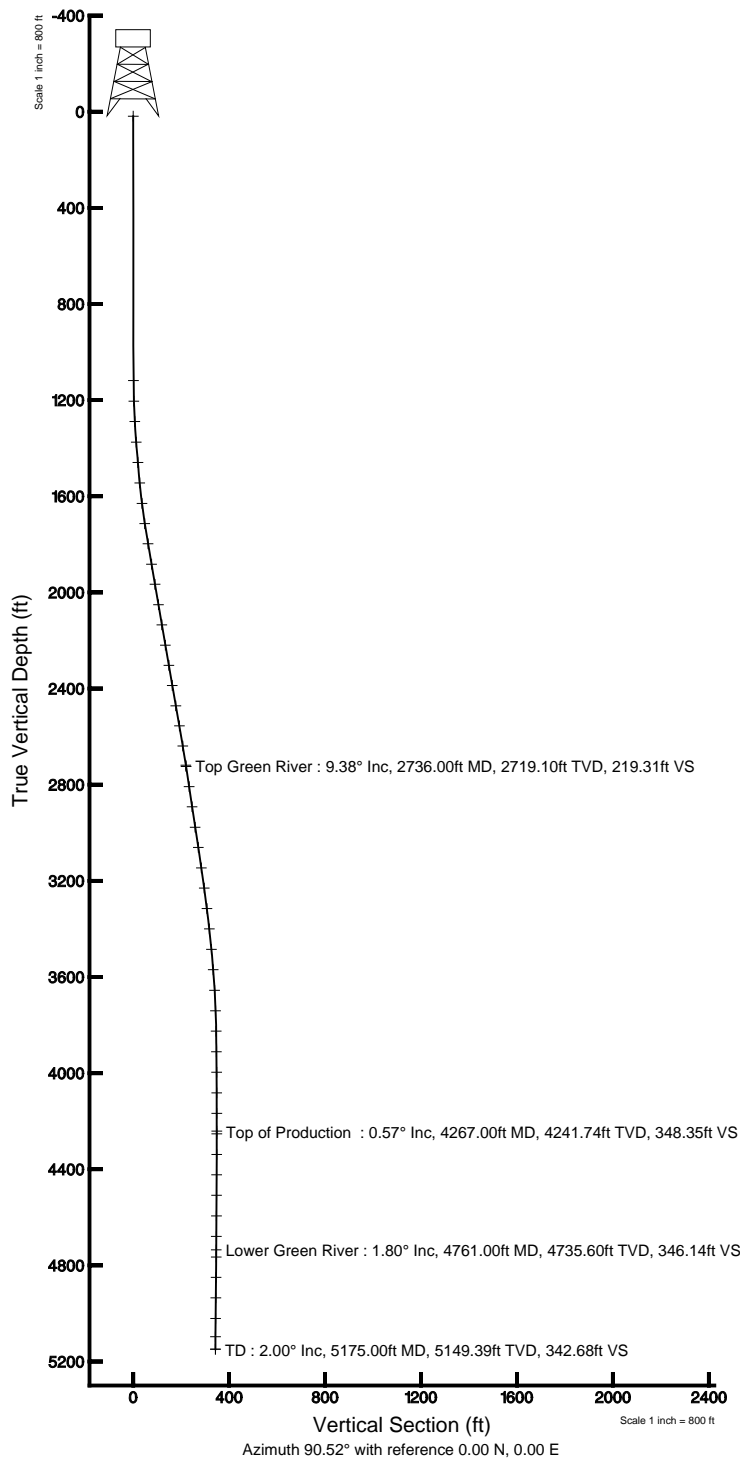
Tbg Date	Depth	OD	ID	Weight	Grade	Thread	Csg Size	1st Jt	# Joints	Coil
----------	-------	----	----	--------	-------	--------	----------	--------	----------	------





ULTRA RESOURCES, INC

Location:	Three Rivers	Slot:	Three Rivers Fed 10-30-820 (640' FNL & 329' FWL)
Field:	UINTAH COUNTY	Well:	Three Rivers Fed 10-30-820
Facility:	Sec.10-T8S-R20E	Wellbore:	Three Rivers Fed 10-30-820 AWB





Actual Wellpath Report

Three Rivers Fed 10-30-820 AWP

Page 1 of 4



REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-30-820 (640' FNL & 329' FWL)
Area	Three Rivers	Well	Three Rivers Fed 10-30-820
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-30-820 AWB
Facility	Sec.10-T8S-R20E		

REPORT SETUP INFORMATION

Projection System	NAD83 / Lambert Utah SP, Central Zone (4302), US feet	Software System	WellArchitect® 3.0.0
North Reference	True	User	Ewilliams
Scale	0.999913	Report Generated	1/29/2014 at 2:24:59 PM
Convergence at slot	1.18° East	Database/Source file	WellArchitectDB/Three_Rivers_Fed_10-30-820_AWB.xml

WELLPATH LOCATION

	Local coordinates		Grid coordinates		Geographic coordinates	
	North[ft]	East[ft]	Easting[US ft]	Northing[US ft]	Latitude	Longitude
Slot Location	0.91	40.38	2153952.84	7225975.12	40°08'33.700"N	109°39'46.410"W
Facility Reference Pt			2153912.48	7225973.38	40°08'33.691"N	109°39'46.930"W
Field Reference Pt			2156630.96	7236613.42	40°10'18.270"N	109°39'09.100"W

WELLPATH DATUM

Calculation method	Minimum curvature	Rig on Three Rivers Fed 10-30-820 ((RT) to Facility Vertical Datum	4742.00ft
Horizontal Reference Pt	Slot	Rig on Three Rivers Fed 10-30-820 ((RT) to Mean Sea Level	4742.00ft
Vertical Reference Pt	Rig on Three Rivers Fed 10-30-820 ((RT)	Rig on Three Rivers Fed 10-30-820 ((RT) to Mud Line at Slot (Three Rivers Fed 10-30-820 (640' FNL & 329' FWL))	4742.00ft
MD Reference Pt	Rig on Three Rivers Fed 10-30-820 ((RT)	Section Origin	N 0.00, E 0.00 ft
Field Vertical Reference	Mean Sea Level	Section Azimuth	90.52°



Actual Wellpath Report

Three Rivers Fed 10-30-820 AWP

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REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-30-820 (640' FNL & 329' FWL)
Area	Three Rivers	Well	Three Rivers Fed 10-30-820
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-30-820 AWB
Facility	Sec.10-T8S-R20E		

WELLPATH DATA (54 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
0.00†	0.000	119.100	0.00	0.00	0.00	0.00	40°08'33.700"N	109°39'46.410"W	0.00	
18.00	0.000	119.100	18.00	0.00	0.00	0.00	40°08'33.700"N	109°39'46.410"W	0.00	
1118.00	0.100	119.100	1118.00	0.84	-0.47	0.84	40°08'33.695"N	109°39'46.399"W	0.01	
1204.00	2.000	85.100	1203.98	2.40	-0.38	2.40	40°08'33.696"N	109°39'46.379"W	2.23	
1289.00	3.600	98.700	1288.88	6.52	-0.65	6.52	40°08'33.694"N	109°39'46.326"W	2.03	
1375.00	4.500	102.400	1374.66	12.50	-1.79	12.48	40°08'33.682"N	109°39'46.249"W	1.09	
1460.00	5.000	102.400	1459.37	19.38	-3.30	19.35	40°08'33.667"N	109°39'46.161"W	0.59	
1545.00	5.600	99.500	1544.01	27.10	-4.78	27.06	40°08'33.653"N	109°39'46.062"W	0.77	
1631.00	7.000	92.300	1629.49	36.49	-5.68	36.44	40°08'33.644"N	109°39'45.941"W	1.87	
1716.00	8.500	93.400	1713.71	47.94	-6.26	47.88	40°08'33.638"N	109°39'45.793"W	1.77	
1801.00	9.900	87.200	1797.61	61.51	-6.28	61.45	40°08'33.638"N	109°39'45.619"W	2.02	
1887.00	9.800	88.300	1882.35	76.20	-5.70	76.15	40°08'33.644"N	109°39'45.429"W	0.25	
1972.00	9.800	88.500	1966.11	90.66	-5.29	90.62	40°08'33.648"N	109°39'45.243"W	0.04	
2058.00	9.600	88.600	2050.88	105.14	-4.93	105.10	40°08'33.651"N	109°39'45.057"W	0.23	
2143.00	9.600	90.300	2134.69	119.31	-4.79	119.28	40°08'33.653"N	109°39'44.874"W	0.33	
2229.00	10.000	88.800	2219.43	133.95	-4.67	133.91	40°08'33.654"N	109°39'44.686"W	0.55	
2314.00	9.800	87.000	2303.17	148.55	-4.14	148.51	40°08'33.659"N	109°39'44.498"W	0.43	
2399.00	9.400	87.800	2386.98	162.70	-3.49	162.67	40°08'33.665"N	109°39'44.315"W	0.50	
2485.00	10.500	85.000	2471.68	177.51	-2.54	177.50	40°08'33.675"N	109°39'44.124"W	1.40	
2570.00	10.000	81.300	2555.33	192.51	-0.75	192.51	40°08'33.693"N	109°39'43.931"W	0.97	
2655.00	9.100	80.600	2639.15	206.42	1.46	206.44	40°08'33.714"N	109°39'43.752"W	1.07	
2736.00†	9.380	86.073	2719.10	219.31	2.96	219.34	40°08'33.729"N	109°39'43.586"W	1.14	Top Green River
2741.00	9.400	86.400	2724.03	220.12	3.02	220.16	40°08'33.730"N	109°39'43.575"W	1.14	
2826.00	8.100	88.400	2808.04	233.03	3.62	233.07	40°08'33.736"N	109°39'43.409"W	1.57	
2911.00	8.300	88.600	2892.17	245.14	3.94	245.19	40°08'33.739"N	109°39'43.253"W	0.24	
2997.00	9.100	86.500	2977.18	258.13	4.50	258.18	40°08'33.744"N	109°39'43.086"W	1.00	
3082.00	8.600	87.100	3061.17	271.18	5.24	271.24	40°08'33.752"N	109°39'42.917"W	0.60	
3168.00	8.500	82.700	3146.21	283.90	6.37	283.97	40°08'33.763"N	109°39'42.754"W	0.77	
3253.00	8.200	80.900	3230.31	296.10	8.13	296.18	40°08'33.780"N	109°39'42.596"W	0.47	
3339.00	7.200	78.300	3315.54	307.41	10.19	307.52	40°08'33.801"N	109°39'42.450"W	1.23	
3424.00	6.300	77.600	3399.95	317.16	12.27	317.29	40°08'33.821"N	109°39'42.324"W	1.06	
3510.00	5.700	77.500	3485.47	325.92	14.21	326.06	40°08'33.840"N	109°39'42.211"W	0.70	
3595.00	4.600	74.500	3570.13	333.31	16.03	333.47	40°08'33.858"N	109°39'42.116"W	1.33	
3681.00	3.500	69.500	3655.91	339.08	17.87	339.25	40°08'33.877"N	109°39'42.042"W	1.34	
3766.00	2.400	69.000	3740.80	343.15	19.42	343.34	40°08'33.892"N	109°39'41.989"W	1.29	
3851.00	1.100	69.200	3825.76	345.57	20.35	345.77	40°08'33.901"N	109°39'41.958"W	1.53	
3937.00	0.800	62.800	3911.75	346.87	20.91	347.07	40°08'33.907"N	109°39'41.941"W	0.37	
4022.00	0.500	67.800	3996.74	347.74	21.33	347.95	40°08'33.911"N	109°39'41.930"W	0.36	
4108.00	0.100	146.600	4082.74	348.13	21.41	348.33	40°08'33.912"N	109°39'41.925"W	0.57	
4193.00	0.400	156.900	4167.74	348.29	21.07	348.49	40°08'33.908"N	109°39'41.923"W	0.36	
4267.00†	0.567	186.587	4241.74	348.35	20.47	348.55	40°08'33.902"N	109°39'41.922"W	0.40	Top of Production
4278.00	0.600	189.400	4252.74	348.34	20.36	348.54	40°08'33.901"N	109°39'41.922"W	0.40	
4364.00	1.100	192.600	4338.73	348.09	19.11	348.28	40°08'33.889"N	109°39'41.925"W	0.58	
4449.00	1.200	197.300	4423.71	347.67	17.46	347.84	40°08'33.873"N	109°39'41.931"W	0.16	
4534.00	1.300	183.600	4508.69	347.36	15.65	347.51	40°08'33.855"N	109°39'41.935"W	0.37	



Actual Wellpath Report

Three Rivers Fed 10-30-820 AWP

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REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 10-30-820 (640' FNL & 329' FWL)
Area	Three Rivers	Well	Three Rivers Fed 10-30-820
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-30-820 AWB
Facility	Sec.10-T8S-R20E		

WELLPATH DATA (54 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
4620.00	1.500	196.000	4594.66	347.01	13.59	347.14	40°08'33.834"N	109°39'41.940"W	0.42	
4705.00	1.800	191.600	4679.63	346.45	11.22	346.57	40°08'33.811"N	109°39'41.947"W	0.38	
4761.00†	1.800	189.907	4735.60	346.14	9.49	346.24	40°08'33.794"N	109°39'41.952"W	0.09	Lower Green River
4791.00	1.800	189.000	4765.59	345.99	8.56	346.08	40°08'33.785"N	109°39'41.954"W	0.09	
4876.00	1.800	205.300	4850.54	345.24	6.04	345.31	40°08'33.760"N	109°39'41.964"W	0.60	
4961.00	1.800	196.500	4935.50	344.31	3.55	344.36	40°08'33.735"N	109°39'41.976"W	0.32	
5047.00	1.700	200.400	5021.46	343.50	1.06	343.53	40°08'33.710"N	109°39'41.987"W	0.18	
5123.00	2.000	188.600	5097.42	342.93	-1.31	342.94	40°08'33.687"N	109°39'41.994"W	0.64	
5175.00	2.000	188.600	5149.39	342.68	-3.10	342.66	40°08'33.669"N	109°39'41.998"W	0.00	ID

WELLPATH COMPOSITION - Ref Wellbore: Three Rivers Fed 10-30-820 AWB Ref Wellpath: Three Rivers Fed 10-30-820 AWP

Start MD [ft]	End MD [ft]	Positional Uncertainty Model	Log Name/Comment	Wellbore
18.00	5123.00	MTC (Collar, post-2000) (Standard)	MWD	Three Rivers Fed 10-30-820 AWB
5123.00	5175.00	Blind Drilling (std)	Projection to bit	Three Rivers Fed 10-30-820 AWB

**Actual Wellpath Report**

Three Rivers Fed 10-30-820 AWP

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**REFERENCE WELLPATH IDENTIFICATION**

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Area	Three Rivers	Well	Three Rivers Fed 10-30-820
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 10-30-820 AWB
Facility	Sec.10-T8S-R20E		

WELLPATH COMMENTS

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Comment
2736.00	9.380	86.073	2719.10	Top Green River
4267.00	0.567	186.587	4241.74	Top of Production
4761.00	1.800	189.907	4735.60	Lower Green River
5175.00	2.000	188.600	5149.39	TD

Hydraulic Fracturing Fluid Product Component Information Disclosure

Job Start Date:	11/29/2013
Job End Date:	11/29/2013
State:	Utah
County:	Uintah
API Number:	43-047-53555-00-00
Operator Name:	Ultra Resources
Well Name and Number:	Three Rivers Federal 10-30-820
Longitude:	-109.66287000
Latitude:	40.14267000
Datum:	NAD27
Federal/Tribal Well:	NO
True Vertical Depth:	4,800
Total Base Water Volume (gal):	404,927
Total Base Non Water Volume:	0



Hydraulic Fracturing Fluid Composition:

Trade Name	Supplier	Purpose	Ingredients	Chemical Abstract Service Number (CAS #)	Maximum Ingredient Concentration in Additive (% by mass)**	Maximum Ingredient Concentration in HF Fluid (% by mass)**	Comments
2% KCL Water	Operator	Base Fluid					
			2% KCL Water	NA	100.00000	73.36240	Density = 8.410
Fresh Water	Operator	Base Fluid					
			Fresh Water	7732-18-5	100.00000	17.47676	Density = 8.330
SAND - PREMIUM WHITE	Halliburton	Proppant					
			Crystalline silica, quartz	14808-60-7	100.00000	8.53943	
HYDROCHLORIC ACID	Halliburton	Solvent					
			Hydrochloric acid	7647-01-0	60.00000	0.18375	
LoSurf-300D	Halliburton	Non-ionic Surfactant					
			Ethanol	64-17-5	60.00000	0.04859	
			Heavy aromatic petroleum naphtha	64742-94-5	30.00000	0.02430	
			Poly(oxy-1,2-ethanediyl), alpha-(4-nonylphenyl)-omega-hydroxy-, branched	127087-87-0	5.00000	0.00405	
			Naphthalene	91-20-3	5.00000	0.00405	
			1,2,4 Trimethylbenzene	95-63-6	1.00000	0.00081	
WG-36 GELLING AGENT	Halliburton	Gelling Agent					
			Guar gum	9000-30-0	100.00000	0.03832	

MX 2-2822	Multi-Chem	Scale Inhibitor					
			Methyl Alcohol	67-56-1	30.00000	0.01700	Density = 8.870
			Phosphonate of a Diamine, Sodium Salt	Confidential	30.00000	0.01700	
BC-140	Halliburton	Crosslinker					
			Monoethanolamine borate	26038-87-9	60.00000	0.02229	
			Ethylene glycol	107-21-1	30.00000	0.01114	
Cla-Web	Halliburton	Additive					
			Ammonium salt	Confidential	60.00000	0.03114	
FE-1A ACIDIZING COMPOSITION	Halliburton	Additive					
			Acetic anhydride	108-24-7	100.00000	0.00719	
			Acetic acid	64-19-7	60.00000	0.00431	
FR-66	Halliburton	Friction Reducer					
			Hydrotreated light petroleum distillate	64742-47-8	30.00000	0.00687	
MC B-8614	Multi-Chem	Biocide					
			Glutaraldehyde	111-30-8	30.00000	0.00424	
			Alkyl (C12-16) dimethylbenzylammonium chloride	68424-85-1	5.00000	0.00071	
OPTIFLO-HTE	Halliburton	Breaker					
			Walnut hulls	NA	100.00000	0.00219	
			Crystalline silica, quartz	14808-60-7	30.00000	0.00066	
SP BREAKER	Halliburton	Breaker					
			Sodium persulfate	7775-27-1	100.00000	0.00241	
HAI-404M	Halliburton	Corrosion Inhibitor					
			Methanol	67-56-1	30.00000	0.00040	
			Aldehyde	Confidential	30.00000	0.00040	
			Isopropanol	67-63-0	30.00000	0.00040	
			1-(Benzyl)quinolinium chloride	15619-48-4	10.00000	0.00013	
			Quaternary ammonium salt	Confidential	10.00000	0.00013	
Ingredients shown above are subject to 29 CFR 1910.1200(i) and appear on Material Safety Data Sheets (MSDS). Ingredients shown below are Non-MSDS.							
		Other Ingredient(s)					
			Water	7732-18-5		0.38529	
		Other Ingredient(s)					
			Oxyalkylated phenolic resin	Confidential		0.02430	
		Other Ingredient(s)					
			Oxyalkylated phenolic resin	Confidential		0.00810	
		Other Ingredient(s)					
			Polyacrylamide copolymer	Confidential		0.00687	
		Other Ingredient(s)					
			Sodium chloride	7647-14-5		0.00374	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00259	
		Other Ingredient(s)					

			Bentonite, benzyl(hydrogenated tallow alkyl) dimethylammonium stearate complex	121888-68-4		0.00192	
		Other Ingredient(s)					
			Alcohols, C12-16, ethoxylated	68551-12-2		0.00128	
		Other Ingredient(s)					
			Ammonium chloride	12125-02-9		0.00114	
		Other Ingredient(s)					
			Fatty acid tall oil amide	Confidential		0.00114	
		Other Ingredient(s)					
			Cured acrylic resin	Confidential		0.00066	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00052	
		Other Ingredient(s)					
			Naphthenic acid ethoxylate	68410-62-8		0.00040	
		Other Ingredient(s)					
			Silica gel	112926-00-8		0.00038	
		Other Ingredient(s)					
			Surfactant mixture	Confidential		0.00038	
		Other Ingredient(s)					
			Surfactant mixture	Confidential		0.00038	
		Other Ingredient(s)					
			Sorbitan, mono-9-octadecenoate, (Z)	1338-43-8		0.00023	
		Other Ingredient(s)					
			Sorbitan monooleate polyoxyethylene derivative	9005-65-6		0.00023	
		Other Ingredient(s)					
			Polyethoxylated fatty amine salt	61791-26-2		0.00013	
		Other Ingredient(s)					
			Fatty acids, tall oil	Confidential		0.00013	
		Other Ingredient(s)					
			Enzyme	Confidential		0.00011	
		Other Ingredient(s)					
			Ethoxylated amine	Confidential		0.00007	
		Other Ingredient(s)					
			Amine salts	Confidential		0.00005	
		Other Ingredient(s)					
			Amine salts	Confidential		0.00005	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00005	
		Other Ingredient(s)					
			Crystalline Silica, Quartz	14808-60-7		0.00004	
		Other Ingredient(s)					
			Cured acrylic resin	Confidential		0.00002	
		Other Ingredient(s)					
			C.I. Pigment Red 5	6410-41-9		0.00002	

	Other Ingredient(s)				
		Methanol	67-56-1		0.00002
	Other Ingredient(s)				
		Ammonium phosphate	7722-76-1		0.00001
	Other Ingredient(s)				
		Sodium iodide	7681-82-5		0.00001
	Other Ingredient(s)				
		Sodium sulfate	7757-82-6		0.00000
	Other Ingredient(s)				
		Phosphoric Acid	7664-38-2		0.00000

* Total Water Volume sources may include fresh water, produced water, and/or recycled water

** Information is based on the maximum potential for concentration and thus the total may be over 100%

Note: For Field Development Products (products that begin with FDP), MSDS level only information has been provided.

Ingredient information for chemicals subject to 29 CFR 1910.1200(i) and Appendix D are obtained from suppliers Material Safety Data Sheets (MSDS)

Stimulation Design Worksheet

Company Ultra Petroleum
 Formation Green River
 Perfs 4566 - 4731
 Three Rivers Fed. 10-30-820
 Zone 1
 Fluid System: 16# DeltaFrac 140 (12) Hybrid
 API 43-047-53555
 Temperature 136
 °F

Liquid Additives -----

Stage	Fluid	Fluid	Prop Conc	Prop	Slurry Vol	Slurry	Treating	Stage	Exposure	WG-36	LoSurf-300D	CLA-Web	B-8614	MX 2-2822	BC-140	Optiflo-HTE	SP Breaker	FR-66
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	Pump Time	Time	Gel	Surfactant	Clay Control	Biocide	Scale Inh.	Crosslinker	Breaker	Breaker	Fric. Red.
								(h:min:sec)	(h:min:sec)	(ppt)	(ppt)	(ppt)	(ppt)	(ppt)	(ppt)	(ppt)	(ppt)	(ppt)
1	Load & Break	164			3.9	2.3	294	0:01:42	1:06:17		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1000			23.8	9.8	1798	0:02:26	1:04:35									
3	Pad	42411			1009.8	54.3	2035	0:18:36	1:02:10		1.00	0.50	0.20	0.62				0.30
4	0.5#/gal 20/40 White	62244	0.50	30990	1515.4	60.1	1797	0:25:13	0:43:34		1.00	0.50	0.20	0.62				0.30
5	0.5#/gal 20/40 White	5036	0.50	2493	122.6	60.3	1752	0:02:02	0:18:21	16.00	1.00	0.50	0.20	2.00				0.30
6	Pad	785			18.7	60.4	1686	0:00:19	0:16:19	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
7	2.0 #/gal 20/40 White	13184	1.97	26020	341.9	60.1	1713	0:05:41	0:16:00	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
8	4.0 #/gal 20/40 White	7497	3.95	29640	210.4	59.7	1626	0:03:31	0:10:19	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
9	6.0 #/gal 20/40 White	6754	4.80	31070	194.3	59.4	1509	0:03:16	0:06:48	16.00	1.00	0.50			1.60	1.00	1.00	
10	Flush (+3 bbls)	7602			181.0	51.4	1504	0:03:31	0:03:31		1.00	0.50	0.20					0.30

15% HCl Acid:	1,000	gal	120,213	3617.9
Slickwater:	117,457	gal		
16# DeltaFrac 140 (12):	28,220	gal	Average Rate	47.8
Total Fluid:	146,677	gal		
Total Slurry:	151,953	gal		
20/40 White:	120,213	lbs		
Total Proppant:	120,213	lbs		

Used	515	135	76	20	81	45	30	30	37
% diff	-3%	-7%	4%	-15%	1%		6%	6%	5%
Prime									
Total	515	135	76	20	81	45	30	30	37

TOP PERF 4,566
 BOTTOM PERF 4,731
 MID PERF 4,653
 BHT 4,653
 BHT GRAD ("F/100-ft (+60"))
 API # 43-047-53555
 Sec. / Twp. / Rng. S:10 / T:8S / R:20E
 Well Name Three Rivers Fed. 10-30-820
 Company Ultra Petroleum
 Formation Green River
 Fluid Systems 16# DeltaFrac 140 (12) Hybrid
 Date November 29, 2013
 Base Fluid, lb/gal 8.33
 Sales Order # 900921364
 County and State Uintah, UT
 Zone 1

Total Perfs: 36			
Top Perf	Bottom Perf	SPF	# of shots
4566	4567	3	3
4584	4585	3	3
4617	4618	3	3
4641	4642	3	3
4651	4653	3	6
4664	4665	3	3
4692	4694	3	6
4709	4710	3	3
4721	4722	3	3
4730	4731	3	3

Start Time:	6:09 AM
End Time:	7:13 AM
Customer:	Joe Duncan

API Well Number: 43047535550000

Stimulation Design Worksheet

Company Ultra Petroleum
 Formation Green River
 Perfs 4368 - 4513
 Three Rivers Fed. 10-30-820
 Zone 2
 Fluid System: taFrac 140 (12) Hybrid
 API 43-047-53555
 Temperature 133 °F

Liquid Additives -----

Stage	Fluid	Fluid	Prop Conc	Prop	Slurry Vol	Slurry	Treating	Stage	Exposure	WG-36	LoSurf-300D	CLA-Web	B-8614	MX 2-2822	BC-140	Optiflo-HTE	SP Breaker	FR-66
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	Pump Time	Time	Gel	Surfactant	Clay Control	Biocide	Scale Inh.	Crosslinker	Breaker	Breaker	Frict. Red.
								(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	274			6.5	9.3	2184	0:00:42	0:56:36		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1001			23.8	10.0	2760	0:02:23	0:55:54									
3	Pad	38347			913.0	54.5	2324	0:16:45	0:53:31		1.00	0.50	0.20	0.69				0.30
4	0.5#/gal 20/40 White	55482	0.50	27840	1350.8	62.0	1997	0:21:47	0:36:46		1.00	0.50	0.20	0.69				0.30
5	0.5#/gal 20/40 White	5017	0.50	2484	122.1	62.4	1859	0:01:57	0:14:59	16.00	1.00	0.50	0.20	2.00	1.60			0.30
6	Pad	509			12.1	62.4	1814	0:00:12	0:13:01	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
7	2.0 #/gal 20/40 White	11874	1.96	23330	307.8	62.0	1847	0:04:58	0:12:49	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
8	4.0 #/gal 20/40 White	6735	3.95	26620	189.0	61.5	1754	0:03:04	0:07:52	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
9	6.0 #/gal 20/40 White	6311	4.51	28450	180.9	60.1	1558	0:03:01	0:04:47	16.00	1.00	0.50			1.60	1.00	1.00	
10	Flush (+3 bbls)	4467			106.4	59.9	1742	0:01:47	0:01:47		1.00	0.50	0.20					0.30

			108,524	3206.0
15% HCl Acid:	1,000	gal		
Slickwater:	103,588	gal		
16# DeltaFrac 140 (12):	25,429	gal		
Total Fluid:	130,017	gal		
Total Slurry:	134,654	gal		
20/40 White:	108,524	lbs		
Total Proppant:	108,524	lbs		

Used	487.1	129.0	64.5	20.7	80.0	48.7	25.4	25.4	31.1
% diff	-1%	-3%	-2%		-4%	-8%	10%	10%	-3%
Prime									
Total	480	125	63	21	77	45	28	28	30

TOP PERF 4,368
 BOTTOM PERF 4,513
 MID PERF 4,441
 BHT 4,441
 BHT GRAD [°F/100-ft (+60°)]
 API # 43-047-53555
 Sec. / Twp. / Rng. S:10 / T:8S / R:20E
 Well Name Three Rivers Fed. 10-30-820
 Company Ultra Petroleum
 Formation Green River
 Fluid Systems 16# DeltaFrac 140 (12) Hybrid
 Date November 29, 2013
 Base Fluid, lb/gal 8.33
 Sales Order # 900921364
 County and State Uintah, UT
 Zone 2

Total Perfs: 27			
Top Perf	Bottom Perf	SPF	# of shots
4368	4369	3	3
4382	4383	3	3
4441	4442	3	3
4459	4461	3	6
4475	4476	3	3
4487	4488	3	3
4501	4502	3	3
4512	4513	3	3

Start Time:	8:20 AM
End Time:	9:18 AM
Customer:	Joe Duncan

API Well Number: 43047535550000

Stimulation Design Worksheet

Company Ultra Petroleum
 Formation Green River
 Perfs 4121 - 4268

Three Rivers Fed. 10-30-820
 Zone 3
 Fluid System: 16# DeltaFrac 140 (12) Hybrid

API 43-047-53555
 129 °F

Liquid Additives -----

Stage	Fluid	Fluid	Prop Conc	Prop	Slurry Vol	Slurry	Treating	Stage	Exposure	WG-36	LoSurf-300D	CLA-Web	B-8614	MX 2-2822	BC-140	OptiFlo-HTE	SP Breaker	FR-66
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	Pump Time	Time	Gel	Surfactant	Clay Control	Biocide	Scale Inh.	Crosslinker	Breaker	Breaker	Frict. Red.
								(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	203			4.8	9.4	919	0:00:31	1:00:01		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1014			24.1	10.1	1041	0:02:23	0:59:30									
3	Pad	41041			977.2	55.0	2027	0:17:46	0:57:07		1.00	0.50	0.20	0.64				0.30
4	0.5#/gal 20/40 White	59945	0.50	29860	1459.4	62.2	1954	0:23:28	0:39:21		1.00	0.50	0.20	0.64				0.30
5	0.5#/gal 20/40 White	5015	0.49	2470	122.1	62.4	1822	0:01:57	0:15:53	16.00	1.00	0.50	0.20	2.00	1.60			0.30
6	Pad	549			13.1	62.4	1775	0:00:13	0:13:56	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
7	2.0 #/gal 20/40 White	12790	1.97	25160	331.6	62.0	1795	0:05:21	0:13:43	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
8	4.0 #/gal 20/40 White	9360	3.04	28500	253.6	57.2	1534	0:04:26	0:08:22	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
9	6.0 #/gal 20/40 White	2180	2.23	4812	56.6	39.8	1068	0:01:25	0:03:56	16.00	1.00	0.50			1.60	1.00	1.00	
10	Flush (Top Perf)	3623			86.3	34.3	1095	0:02:31	0:02:31		1.00	0.50	0.20					0.30

15% HCl Acid:	1,000	gal
Slickwater:	109,841	gal
16# DeltaFrac 140 (12):	24,859	gal
Total Fluid:	135,700	gal
Total Slurry:	139,606	gal
20/40 White:	90,802	lbs
Total Proppant:	90,802	lbs

90,802 3323.9

Average Rate 45.5

Used
 % diff
 Prime
 Total

478.0	134.7	67.3	22.0	80.0	47.8	24.9	24.9	32.9
439	140	73	20	81	49	30	30	30
-8%	4%	8%	-9%	1%	3%	21%	21%	-9%
439	140	73	20	81	49	30	30	30

TOP PERF
 BOTTOM PERF
 MID PERF
 BHT
 BHT GRAD [°F/100-ft (+60°)]

4,121
 4,268

API # 43-047-53555

Sec. / Twp. / Rng. S:10 / T:8S / R:20E

Well Name Three Rivers Fed. 10-30-820

Company Ultra Petroleum

Formation Green River

Fluid Systems 16# DeltaFrac 140 (12) Hybrid

Date November 29, 2013

Base Fluid, lb/gal 8.33

Sales Order # 900921364

County and State Uintah, UT

Zone 3

Total Perfs: 27			
Top Perf	Bottom Perf	SPF	# of shots
4121	4122	3	3
4136	4137	3	3
4158	4160	3	6
4181	4182	3	3
4214	4215	3	3
4227	4228	3	3
4257	4258	3	3
4267	4268	3	3

Start Time:	10:16 AM
End Time:	11:17 AM
Customer:	Joe Duncan

API Well Number: 43047535550000

ULTRA RESOURCES, INC.
PERFORATION AND FRAC SUMMARY FOR THREE RIVERS FED 10-30-820

Well Name: THREE RIVERS FED 10-30-820			Fracs Planned: 3		
Location: UINTAH County, UTAH (NWNW 010 8S 20E)					
Stage 1		Frac Date: 01/13/2014	Avg Rate: 47.8 BPM	Avg Pressure: 1,571 PSI	
Initial Completion		Proppant: 120,213 lbs total 120213 lbs Sand	Max Rate: 60.0 BPM	Max Pressure: 2,035 PSI	
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP: 921 PSI		ISIP: 1,100 PSI		Base BBLS to Recover: 3,492 BBLs	
Pseudo Frac Gradient: 0.666 PSI/FT		Pseudo Frac Gradient: 12.794 LB/GAL		Total BBLS to Recover: 3,492 BBLs	
Breakdown Pressure: 2840		Breakdown Rate: 12.1		Perfs Open: 30	
ScreenOut: No		Tracer: (None)			
Zones:	Perf Date	SPF	Perf Interval: From To		
1	11/22/2013	3	4,566 4,567		
2	11/22/2013	3	4,584 4,585		
3	11/22/2013	3	4,617 4,618		
4	11/22/2013	3	4,641 4,642		
5	11/22/2013	3	4,651 4,653		
6	11/22/2013	3	4,664 4,665		
7	11/22/2013	3	4,692 4,694		
8	11/22/2013	3	4,709 4,710		
9	11/22/2013	3	4,721 4,722		
10	11/22/2013	3	4,730 4,731		
Stage 2		Frac Date: 01/13/2014	Avg Rate: 50.4 BPM	Avg Pressure: 1,984 PSI	
Initial Completion		Proppant: 108,524 lbs total 108524 lbs Sand	Max Rate: 62.4 BPM	Max Pressure: 2,760 PSI	
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP: 838 PSI		ISIP: 865 PSI		Base BBLS to Recover: 3,096 BBLs	
Pseudo Frac Gradient: 0.625 PSI/FT		Pseudo Frac Gradient: 12.009 LB/GAL		Total BBLS to Recover: 3,096 BBLs	
Breakdown Pressure: 3080		Breakdown Rate: 10.0		Perfs Open: 25	
ScreenOut: No		Tracer: (None)			
Zones:	Perf Date	SPF	Perf Interval: From To		
8	11/29/2013	3	4,368 4,369		
7	11/29/2013	3	4,382 4,383		
6	11/29/2013	3	4,441 4,442		
5	11/29/2013	3	4,459 4,461		
4	11/29/2013	3	4,475 4,476		
3	11/29/2013	3	4,487 4,488		
2	11/29/2013	3	4,501 4,502		
1	11/29/2013	3	4,512 4,513		
Stage 3		Frac Date: 01/13/2014	Avg Rate: 45.5 BPM	Avg Pressure: 1,503 PSI	
Initial Completion		Proppant: 90,802 lbs total 90802 lbs Sand	Max Rate: 62.4 BPM	Max Pressure: 2,027 PSI	
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP: 737 PSI		ISIP: 756 PSI		Base BBLS to Recover: 3,231 BBLs	
Pseudo Frac Gradient: 0.610 PSI/FT		Pseudo Frac Gradient: 11.730 LB/GAL		Total BBLS to Recover: 3,231 BBLs	
Breakdown Pressure: 2861		Breakdown Rate: 60.0		Perfs Open:	
ScreenOut: No		Tracer: (None)			
Zones:	Perf Date	SPF	Perf Interval: From To		
8	11/29/2013	3	4,121 4,122		
7	11/29/2013	3	4,136 4,137		
6	11/29/2013	3	4,158 4,160		
5	11/29/2013	3	4,181 4,182		
4	11/29/2013	3	4,214 4,215		
3	11/29/2013	3	4,227 4,228		
2	11/29/2013	3	4,257 4,258		
1	11/29/2013	3	4,267 4,268		

ULTRA RESOURCES, INC.
DAILY COMPLETION REPORT FOR 10/17/2013 TO 12/06/2013

Well Name	THREE RIVERS FED 10-30-820	Frac Planned	3
Location:	UINTAH County, UTAH(NWNW 10 8S 20E)	AFE#	130515
Total Depth Date:	10/11/2013 TD 5,175	Formation:	(Not Specified)
Production Casing:	Size 5.500 Wt 17.000 Grade J-55 Set At 5,152	GL:	KB: 0

Date:	10/17/2013		
Supervisor:	Joe Duncan		
Work Objective:	Logging		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 20,915	Cum: 97,605	AFE: 0

Date:	10/18/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 392	Cum: 97,997	AFE: 0

Date:	10/22/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 370	Cum: 98,367	AFE: 0

Date:	10/23/2013		
Supervisor:	(Missing)		
Work Objective:	Build Tank Battery		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 2,900	Cum: 101,267	AFE: 0

Date:	10/24/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 108,497	Cum: 209,763	AFE: 0

Date:	10/25/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 1,617	Cum: 211,381	AFE: 0

Date:	10/28/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 22,724	Cum: 234,105	AFE: 0

Date:	10/29/2013		
Supervisor:	(Missing)		
Work Objective:	(Nothing Recorded)		
Contractors:	(Missing)		
Completion Rig:	(Missing)	Supervisor Phone:	(Missing)
Upcoming Activity:			
Costs (\$):	Daily: 159,174	Cum: 393,279	AFE: 0

Date: 11/04/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	49	Cum:	393,328 AFE: 0

Date: 11/05/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	7,687	Cum:	401,015 AFE: 0

Date: 11/07/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	360	Cum:	401,375 AFE: 0

Date: 11/11/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	13,544	Cum:	414,919 AFE: 0

Date: 11/12/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	335	Cum:	415,254 AFE: 0

Date: 11/15/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	3,233	Cum:	418,486 AFE: 0

Date: 11/18/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	3,473	Cum:	421,959 AFE: 0

Date: 11/19/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	136	Cum:	422,095 AFE: 0

Date: 11/22/2013				
Supervisor:		Joe Duncan		
Work Objective:		Perforate		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	0	Cum:	422.095
			AFE:	0

Date: 11/25/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	7,948	Cum: 430,043	AFE: 0

Date: 11/27/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	1,696	Cum: 431,739	AFE: 0

Date: 11/28/2013				
Supervisor:		(Missing)		
Work Objective:		(Nothing Recorded)		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	2,815	Cum: 434,554	AFE: 0

Date: 11/29/2013				
Supervisor:		Joe Duncan		
Work Objective:		Perf & Frac		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	10,457	Cum: 445,010	AFE: 0

Date: 11/30/2013				
Supervisor:		Joe Duncan		
Work Objective:		Flow Back		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	117,899	Cum: 562,909	AFE: 0

Date: 12/01/2013				
Supervisor:		Joe Duncan		
Work Objective:		Flow Back		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	4,818	Cum: 567,727	AFE: 0

Date: 12/02/2013				
Supervisor:		Joe Duncan		
Work Objective:		Flow Back		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	0	Cum: 567,727	AFE: 0

Date: 12/03/2013				
Supervisor:		Joe Duncan		
Work Objective:		Flow Back		
Contractors:		(Missing)		
Completion Rig:		(Missing)		Supervisor Phone: (Missing)
Upcoming Activity:				
Costs (\$):	Daily:	0	Cum: 567,727	AFE: 0

Date: 12/04/2013				
Supervisor:		Joe Duncan		
Work Objective:		Flow Back/Drill CFP's		
Contractors:		(Missing)		
Completion Rig:		(Missing)	Supervisor Phone: (Missing)	
Upcoming Activity:				
Costs (\$):	Daily:	27.582	Cum: 595.309	AFE: 0

Date: 12/05/2013			
Supervisor: Joe Duncan			
Work Objective: Flow Back/Drill CFP's			
Contractors: (Missing)			
Completion Rig: (Missing)			Supervisor Phone: (Missing)
Upcoming Activity:			
Costs (\$):	Daily: 10,270	Cum: 605,579	AFE: 0

Date: 12/06/2013			
Supervisor: Joe Duncan			
Work Objective: Flow Back			
Contractors: (Missing)			
Completion Rig: (Missing)			Supervisor Phone: (Missing)
Upcoming Activity:			
Costs (\$):	Daily: 7,551	Cum: 613,129	AFE: 0